

F98000002479

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: RUSSIAN SUBMARINES BC/FLORIDA LTD
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

STAN SHERMAN
(Name of Person)
RUSSIAN SUBMARINES BC/FLORIDA LTD
(Firm/Company)
800 2ND AVE NORTH FORT
(Address)
ST PETER BURG. FLORIDA 33701
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

300002469843--0
-03/28/98--01105--011
****111.25 ****111.25

STAN SHERMAN at (813) 422-2115
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY - 1 PM 12:52
D51

Per Jim Corlett
add "CO." to
name.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1998

STAN SHERMAN
800 - 2ND AVE. NE
ST. PETERSBURG, FL 33701

SUBJECT: RUSSIAN SUBMARINES BC/FLORIDA LTD.
Ref. Number: W98000006798

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:52

We have received your document for RUSSIAN SUBMARINES BC/FLORIDA LTD. and your check(s) totaling \$111.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

Please insert the name of the corporation on line one of the application.

You have submitted a copy of the corporations by-laws and articles of incorporation. What we require for our filing purposes is a certificate of existence or good standing.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call

(850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 098A00016402

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. RUSSIAN SUBMARINES B.C./FLORIDA LTD. Co.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE
(State or country under the law of which it is incorporated)

3. 59-348-1643
(FEI number, if applicable)

4. AUGUST 22, 1997
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. APRIL 4, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 800 - 2ND AVENUE NORTH EAST
ST. PETERSBURG, FLORIDA - 33701
(Current mailing address)

8. TOURIST ATTRACTION
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

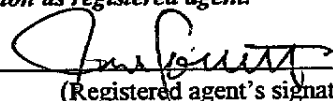
Name: JIM CORLETT

Office Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, Florida, 33701
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:52

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: STAN SHERMAN

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Vice Chairman: JIM CORLETT

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Director: STAN SHERMAN

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Director: JIM CORLETT

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: STAN SHERMAN

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Vice President: JIM CORLETT

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Secretary: JIM CORLETT

Address: 800 - 2ND AVENUE N.E.

ST. PETERSBURG, FLORIDA 33701

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JIM CORLETT VICE PRESIDENT / SECRETARY

(Typed or printed name and capacity of person signing application)

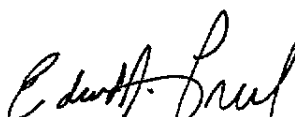
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY - 1 PM 2:52

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RUSSIAN SUBMARINES BC/FLORIDA LTD." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF APRIL, A.D. 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:52




Edward J. Freel, Secretary of State

AUTHENTICATION:

2789954 8300

DATE: 9048212

981159053

04-27-98