

F98000002611

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Capitol Resorts, Inc.
(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:

100002516321--2
-05/07/98--01131--002
*****78.75 *****78.75

Michael M. Wallack, Esq.

(Name of Person)

Michael M. Wallack, J.D., Chartered

(Firm/Company)

2055 Wood Street #215

(Address)

Sarasota, FL 34237

(City/State/Zip)

W98-10257

RECEIVED
TALLAHASSEE, FLORIDA

98 MAY -7 PM 3:49

FILED

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

Michael M. Wallack at (941) 954-1260
(Name of Person) (Area Code & Daytime Telephone Number)

5/7

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

Officers
same as
997-63828

**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. CAPITOL RESORTS, INC.

(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. ARKANSAS

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

3. 71-0809286

(FEI number, if applicable)

4. 4/17/98

(Date of incorporation)

5. Perpetual

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

6. None Transacted

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

7. 10605 Maumelle Blvd #C

Maumelle, AR 72113

(Current mailing address)

8. Real Estate Development in Resort Property and to conduct any other
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) business enterprise not contrary to law.

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

Name: Michael M. Wallack, Esq.

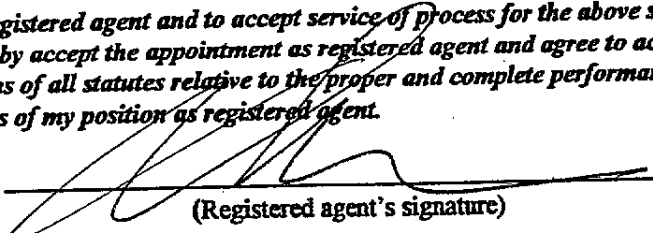
Office Address: 2055 Wood Street #215

Sarasota, Florida, 34237

(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.

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: Michael G. Todd

Address: 25550 Hawthorne Blvd #207
Torrence, CA 90505

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

REC'D MAY 7 1998
FLORIDA
MILWAUKEE, FLORIDA

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

President: John W. DeHaven

Address: 10605 Maumelle Blvd #C
Maumelle, AR 72113

Vice President:

Address:

Secretary: Ann Aldridge

Address: 10605 Maumelle Blvd #C
Maumelle, AR 72113

Treasurer: David Paes

Address: 10605 Maumelle Blvd #C
Maumelle, AR 72113

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

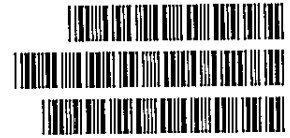
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John W. DeHaven, President
(Typed or printed name and capacity of person signing application)



Sharon Priest
SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

I, Sharon Priest, Secretary of State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

CAPITOL RESORTS, INC.

FILED
98 MAY -7 PM 3:50
TALLAHASSEE, FLORIDA

a corporation chartered under the laws of the State of Arkansas, filed Articles of Incorporation April 17, 1997.

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and affixed my Official Seal. Done at my office in the City of Little Rock, Arkansas this 23rd day of April 1998.

Sharon Priest

Sharon Priest, Secretary of State

by:

David Morrow

D E Morrow

C-2/Rev 10-1-88