

# F98000004489

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Concorde Florida, Inc.  
(Name of corporation - must include suffix)

200002603852--9  
-07/31/98--01039--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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:

W98-17434

George J. Nelson

(Name of Person)

Concorde Gaming Corporation

(Firm/Company)

3290 Lien Street

(Address)

Rapid City, SD 57702

(City/State/Zip)

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

George J. Nelson  
(Name of Person)

at ( 605 ) 341-  
(Area Code & Daytime Telephone Number)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 31, 1998

GEORGE J. NELSON  
CONCORDE GAMING CORPORATION  
3290 LIEN STREET  
RAPID CITY, SD 57702

SUBJECT: CONCORDE FLORIDA, INC.  
Ref. Number: W98000017434

We have received your document for CONCORDE FLORIDA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

You may wish to call the number below to do a preliminary check on any name you wish to adopt.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 198A00040278



August 4, 1998

Florida Dept. of State  
Attn: Lee Rivers, Document Specialist  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Ref. #W98000017434

Dear Document Specialist:

Please find enclosed a corporate resolution by the board of directors for Concorde Florida, Inc. adopting the name "Concorde Cruises, Inc." for use in the State of Florida.

Feel free to contact me if you have any questions or need other documentation.

Sincerely,

A handwritten signature in dark ink, appearing to read 'George J. Nelson', is written over the typed name.

George J. Nelson  
Corporate Counsel

/gn

enc.

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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TALLAHASSEE FLORIDA

I, the undersigned Bruce H. Lien (Name), do hereby certify

that this Resolution of the Board of Directors of Concorde Florida, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of South Dakota,

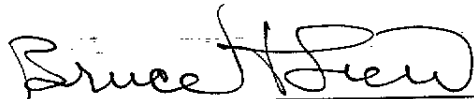
was duly adopted on August 4, 19 98.

Be it resolved, that Concorde Florida, Inc. (Corporate Name),

organized and existing in the State of South Dakota, hereby adopts the name

Concorde Cruises, Inc. for use in Florida.

Dated: August 4, 1998



Signature of either Chairman, Vice Chairman or any officer

Bruce H. Lien

Type or print name

**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. Concorde Florida, 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. South Dakota  
(State or country under the law of which it is incorporated)
3. 46-0448799  
(FEI number, if applicable)
4. June 23, 1998  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. No business has been transacted.  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3290 Lien Street  
Rapid City, South Dakota 57702  
(Current mailing address)
8. To own, operate and finance one or more day-cruise vessels.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable)**  
Phillip M. Hudson, III  
Name/o Gunster, Yoakley, et al  
  
Office Address: One Biscayne Tower  
2 South Biscayne Blvd., Suite 3400  
Miami, Florida, 33131-1897  
(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.*

PHILLIP M. HUDSON, III, 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.

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TALLAHASSEE, FLORIDA

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: Bruce H. Lien  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Vice Chairman: Deanna B. Lien  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Director: Jerry L. Baum  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

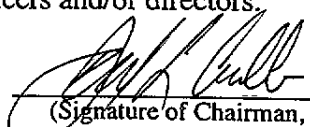
**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: Jerry L. Baum  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Vice President: Bruce H. Lien  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Secretary: Bruce H. Lien  
Address: 3290 Lien Street  
Rapid City, SD 57702  
Treasurer: David L. Crabb  
Address: 3290 Lien Street  
Rapid City, SD 57702

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TALLAHASSEE FLORIDA

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**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. David L. Crabb  
(Typed or printed name and capacity of person signing application)

# State of South Dakota



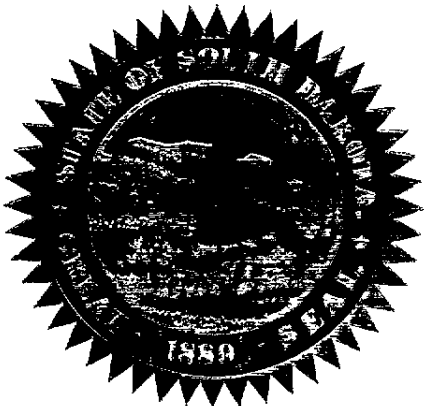
## OFFICE OF THE SECRETARY OF STATE

### CERTIFICATE OF GOOD STANDING

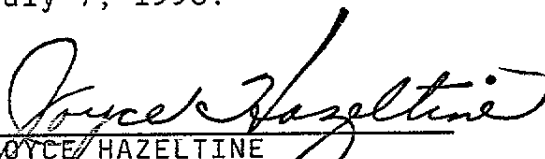
### DOMESTIC CORPORATION

I, Joyce Hazeltine, Secretary of State of the State of South Dakota, do hereby certify that CONCORDE FLORIDA, INC. was duly incorporated under the laws of this state on June 23, 1998.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this July 7, 1998.

  
JOYCE HAZELTINE  
Secretary of State

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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