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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PACIFIC DELIGHT TOURS, 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:

LEONARD BRENNER
(Name of Person)

PACIFIC DELIGHT TOURS, INC.
(Firm/Company)

205 EAST 42ND ST. - Suite 1908
(Address)

NEW YORK, NY 10017
(City/State/Zip)

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

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-01/25/99-01076-002
*****70.00 *****70.00

LEONARD BRENNER at (212) 818-1781
(Name of Person) (Area Code & Daytime Telephone Number)

1/21/99

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

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1/24

**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. PACIFIC DELIGHT TOURS, 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. NEW YORK 3. 13-2689264
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/24/71 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. FEB 1, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 205 EAST 42ND STREET-SUITE 1908
NEW YORK, NY 10017
(Current mailing address)
8. SALES OF WHOLESALE TOURS
(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 **NOT** acceptable)
- Name: MR GERRY KERR
- Office Address: 6645 BROOKHURST CIRCLE
LAKE WORTH, Florida, 33463
(Zip Code)

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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.

x Gerry Kerr
(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: FRANCIS LUK
Address: 205 EAST 42ND ST - SUITE 1908
NEW YORK, NY 10017

Vice Chairman: _____
Address: _____

Director: FRANCIS LUK
Address: 205 E. 42ND ST. - SUITE 1908
NEW YORK, NY 10017

Director: PATRICIA LUK
Address: 205 E. 42ND ST - SUITE 1908
NEW YORK, NY 10017

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

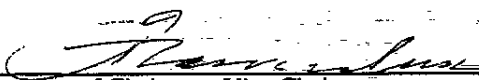
President: FRANCIS LUK
Address: 205 E 42 ST
NEW YORK, NY 10017

Vice President: LARRY KWAN
Address: 205 E 42 ST
NEW YORK, NY 10017

Secretary: PATRICIA LUK
Address: 205 E 42 ST
NEW YORK, NY 10017

Treasurer: PATRICIA LUK
Address: 205 E 42 ST
NEW YORK, NY 10017

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. FRANCIS LUK, PRES.
(Typed or printed name and capacity of person signing application)

**State of New York
Department of State**

ss:

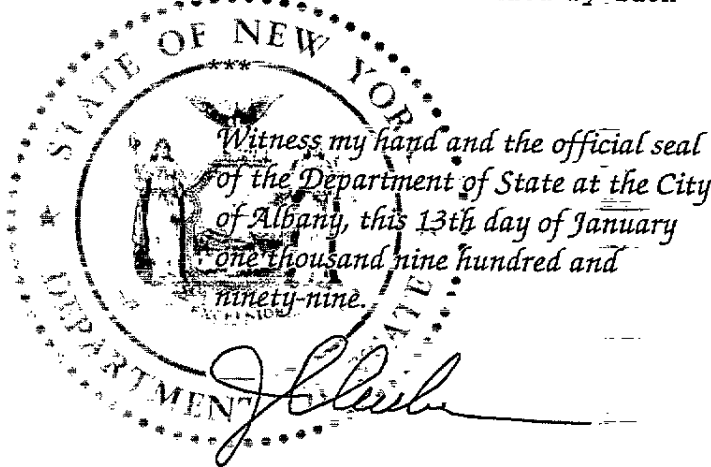
I hereby certify, that the certificate of incorporation of PACIFIC DELIGHT TOURS, INC. was filed on 05/24/1971, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

It was dissolved by proclamation of the Secretary of State published on 03/30/1983 pursuant to Section 203-A of the Tax Law.

Such dissolution proceedings were annulled and the existence of the Corporation revived, reinstated and continued by a certificate duly filed in this Department 07/27/1983 pursuant to Section 203-A of the Tax Law.

A Biennial Statement was filed 12/23/1998.

I further certify, that no other certificates have been filed by such corporation.



Special Deputy Secretary of State

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