

F99000004638
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Wizards of the Coast Retail, 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:

Nathan Mayes
(Name of Person)
Wizards of the Coast
(Firm/Company)
P.O. Box 707
(Address)
Renton WA 98057-0707
(City/State/Zip)

FILED
SEP -3 AM 8:30
SECRETARY OF STATE

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

400002978564--5
-09/03/99-01076-011
*****78.75 *****78.75

Nathan Mayes at (425) 687-8114
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

199-4638
Name: [Signature]
Availability: [Signature]
Payment: [Signature]
Transfer: [Signature]
Updater: [Signature]
Updater: [Signature]
Printer: [Signature]

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Wizards of the Coast Retail, 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. Washington 3. 91-1983729
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/4/91 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/1/99
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 707
Remton WA 98057-0707
(Current mailing address)

8. Retail sales of Games and related merchandise
(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: CT Corporation System
Office Address: 1200 South Pine Island Rd.
Plantation, Florida, 33324
(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.

See attached
(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)

FILED
SEP - 8 AM 9:30

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____ *See attached*

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
09 SEP -3 AM 9:39
COURT CLERK
STATE OF CALIFORNIA

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. _____

Jeffrey A. Christensen, VP & General Corporate Counsel
(Typed or printed name and capacity of person signing application)

**Wizards of the Coast Retail, Inc.
Officers Information**

Name: Peter D. Adkison
Title: President/CEO
Percent Owned: 6%
SS Number: [REDACTED]
Date of Birth: 10-3-61
Address: 923 14th Ave E.
Seattle, WA 98112
County: King
Work Phone: (425) 226-6500
Home Phone: (206) 720-6049

Name: Jeffrey A. Christianson
Title: Secretary/Vice President
Percent Owned: 0%
SS Number: [REDACTED]
Date of Birth: 2-22-57
Address: 4114 36th Ave NE
Seattle, WA 98105
County: King
Work Phone: (425) 226-6500
Home Phone: (206) 729-2049

Name: Judy (MI) Sorenson
Title: Treasurer
Percent Owned: 0%
SS Number: [REDACTED]
Date of Birth: 7-12-54
Address: 1801 Lind Ave SW
Renton, WA 98055
County: King
Work Phone: (425) 226-6500
Home Phone: same

99 SEP -3 AM 8:39
SECRETARY OF STATE
CLERK

FILED

FLORIDA

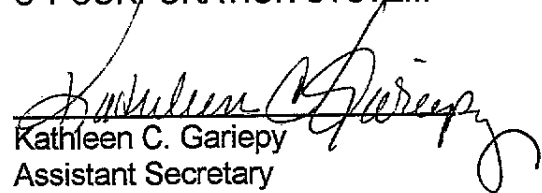
CONSENT TO SERVE AS REGISTERED AGENT

C T CORPORATION SYSTEM having been designated to act as registered agent hereby agrees to act in this capacity for the following corporation:

Wizards of the Coast Inc.

Date: August 26, 1999

C T CORPORATION SYSTEM


Kathleen C. Gariepy
Assistant Secretary

FILED
03 SEP -3 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

WIZARDS OF THE COAST RETAIL, INC.

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on August 11, 1999.


I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.



Date: August 26, 1999

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

S. GR


Ralph Munro, Secretary of State



September 2, 1999

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

Re: Certificate of Existence/Authorization

To Whom It May Concern:

Enclosed is a check for \$78.75 for filing as a Foreign Corporation in the State of Florida. Please send certificate of authority to the address listed below. Wizards of the Coast Retail, Inc. had purchased The Game Keeper, Inc. on May 1, 1999. If anything else needs to be filed, please contact me at 425/687-8114.

Wizards of the Coast
Attn. Nathan Mayes SBE
P.O. Box 707
Renton, WA 98057-0707

Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script that reads "Nathan Mayes".

Nathan Mayes
Leasing Administrator

/Encl.

FILED
09 SEP -3 AM 8:30
TALLAHASSEE
FLORIDA