

# SEAL OF THE STATE OF ILLINOIS

OFFICE OF THE  
SECRETARY OF STATE



31436554

**Wherras,** APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

DISCOVERY ZONE, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF MISSOURI HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** I hereto set my hand and cause to

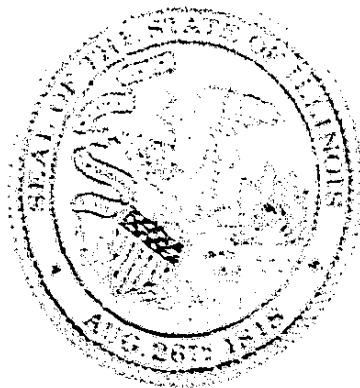
be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 17TH

day of SEPTEMBER A.D. 1991 and

of the Independence of the United States

the two hundred and 16TH



*George H. Ryan*  
SECRETARY OF STATE

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Form **BCA-13.15**

(Rev. Jan. 1991)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961

**FILED**

SEP 17 1991

GEORGE H. RYAN  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 9-17-91  
License Fee \$ \_\_\_\_\_  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Penalties \$ \_\_\_\_\_  
Approved: [Signature] 7100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: DISCOVERY ZONE, INC.

(Complete item 1 (b), only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: \_\_\_\_\_

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Missouri

(b) Date of Incorporation: October 17, 1989

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:

323 W. 8th  
Suite 314  
Kansas City, MO 64105

None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent C T CORPORATION SYSTEM

First Name Middle Name Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street

Number Street Suite #

Chicago 60604 Cook

City Zip Code County

5. States and countries in which it is admitted or qualified to transact business:

Missouri, others in process

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	<u>PLEASE SEE ATTACHED</u>			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

To conduct a business which provides an activity center for children, to operate such activity centers in multiple locations and/or sell franchises which operate such activity centers, and to engage in any related activity, thereto.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$ .10	30,000	5,000

9. Paid-in Capital: \$ ~~500,000~~ 565,500  
(\*Paid-in Capital\* denotes the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 6,300,000
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 5,000

11. Interrogatories:

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 313 West 8th, Suite 314, Kansas City, MO 64105
- (b) Number of shares of all classes owned by residents of Illinois: -0-
- (c) Number of shares of all classes owned by non-residents of Illinois: 5,000
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated 8/23 19 91 DISCOVERY ZONE, INC.  
(Exact Name of Corporation)

attested by Julie Schoenstadt by Kon Matach  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Julie Schoenstadt, Secretary

Kon Matach, President

(Type or Print Name and Title)

(Type or Print Name and Title)

\*PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

\*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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LIST OF OFFICERS AND DIRECTORS  
OF  
DISCOVERY ZONE, INC.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Ron Matsch	PRESIDENT/CEO DIRECTOR	323 West 8th Street Kansas City, Missouri 64105
David Schoenstadt	VICE PRESIDENT	323 West 8th Street Kansas City, Missouri 64105
Jim Jorgensen	TREASURER/ DIRECTOR	1290 Page Mill Road Palo Alto, California 94306
Julie Schoenstadt	SECRETARY/ DIRECTOR	323 West 8th Street Kansas City, Missouri 64105

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DEPT-01 RECORDING \$15.00  
T45555 TRAN 8953 09/24/91 17:02:00  
#7466 # E \*-91-496554  
COOK COUNTY RECORDER

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