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(Address)

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FREEPORT CASINO CRUISES

Nautical Mile
361 Woodcleft Ave.
Freeport, NY 11520
(516) 377-7800
Fax: (516) 377-9073

January 19, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Registration, New York LLC to transact in Florida.

Dear Sir or Madam:

Enclosed are the application, fee and certificate of existence required to register our company to do business in the state of Florida. Our office in Florida will be processing our payrolls and accounts payables. For further information please contact me at:

Freeport Casino Cruises
4901 N. Dixie Highway
Boca Raton, FL 33431
Phone: (561) 416-9717
Fax: (561) 416-1757

Respectfully,

Brian J. Teitel
Administrator

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Freeport Casino Cruises, LLC
(Name of foreign limited liability company)

2. New York
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 65-0826132
(FEI number, if applicable)

4. March 27, 1998
(Date of Organization)

5. December 15, 2045
(Duration: Year limited liability company will cease to exist or "perpetual")

6. May 1, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.135, F.S.))

7. 4901 N. Dixie Highway
Boca Raton, FL 33431
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Daniel L. Teitel
4901 N. Dixie Highway
Boca Raton, FL 33431

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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Payroll and
accounts payable processing.

[Signature]
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Dan Teitel
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Freeport Casino Cruises, LLC

2. The name and the Florida street address of the registered agent and office are:

Daniel L. Teitel

(Name)

4901 N. Dixie Highway

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Boca Raton FL 33431

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

**State of New York } ss:
Department of State**

I hereby certify, that FREEPORT CASINO CRUISES LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/27/1998, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of January
two thousand and four.*



Secretary of State

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