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FLORIDA PROFIT CORPORATION OR P.A.

CBN Gaming Systems Inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
of
CBN GAMING SYSTEMS INC.

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The undersigned, acting as incorporator of CBN GAMING SYSTEMS INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is CBN GAMING SYSTEMS INC. (the "Corporation").

ARTICLE II. ADDRESS

The principal office and mailing address of the Corporation are:

2401 Willamette Drive
Suite 110
Plant City, Florida 33566

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 15,000,000 shares of common stock having no par value.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2401 Willamette Drive, Suite 110, Plant City, Florida 33566 and the name of the Corporation's initial registered agent at that address is Michael Kozdras.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are:

Jose E. Sirven
701 Brickell Ave.
Suite 3000
Miami, Florida 33131

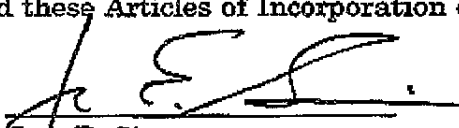
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 8th day of July, 2002.


Jose E. Sirven
Sole Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted:

That CBN GAMING SYSTEMS INC. desiring to organize under the
laws of the State of Florida with its initial registered office as indicated in the
Articles of Incorporation at 2401 Willamette Drive, Suite 110, Plant City, Florida
33566 has named Michael Kozdras as its agent to accept service of process within
this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation
named above, at the place designated in this certificate, the undersigned agrees to
act in that capacity, to comply with the provisions of the Florida Business
Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 8th day of July, 2002.

By: 
Name: Michael Kozdras
Title: Registered Agent

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