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(Requestor's Name)

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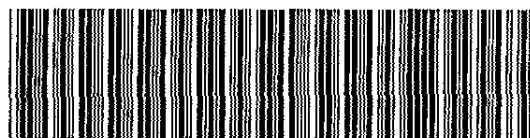
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DIVISION OF CORPORATION

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 351605 11812A

AUTHORIZATION :

COST LIMIT : \$ 87

Patricia Pizols

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 9, 2003

ORDER TIME : 12:03 PM

ORDER NO. : 351605-035

CUSTOMER NO: 11812A

CUSTOMER: Ms. Lorri Wilson
Walker & Tudhope, P.a.

Suite 200 1053 Maitland Center
Commons Blvd.
Maitland, FL 32751

DOMESTIC FILING

NAME: EAST BAY GAMING, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 1155

EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
EAST BAY GAMING, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partners of EAST BAY GAMING, LTD. (the "Partnership"), hereby submit the following in connection with the formation of the Partnership:

03 DEC '99 PM 3:15
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The name of the Partnership shall be EAST BAY GAMING, LTD. (the "Partnership"),

The address of the initial office where records shall be kept shall be 875 Maitland Concourse Parkway S., Suite 150, Maitland, Florida 32751. The name and address of the initial registered agent for service of process shall be Thomas R. Burns, Esq., Corporate Counsel at NORAM Equities, Ltd. 875 Concourse Parkway South, Suite 150, Maitland, Florida 32751

The names and initial business addresses of the General Partner is:

NORAM-EAST BAY, LLC, a Florida limited liability company
875 Concourse Parkway South, Suite 150
Maitland, Florida 32751

L030000049006

The initial mailing address of the limited partnership is 875 Maitland Concourse Parkway S., Suite 150, Maitland, Florida 32751.

The latest date upon which the Partnership is to dissolve shall be December 31, 2053.

This Certificate has been executed by the undersigned as of the 4 day of Dec

200_.

GENERAL PARTNER:

NORAM-EAST BAY, LLC, a Florida limited liability company

By: NORAM, LLC, a Florida limited liability company, its Member/Manager

By: Alan H. Ginsburg, Manager

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for EAST BAY GAMING, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in ' 620.192, Florida Statutes.

REGISTERED AGENT:



Print Name: Thomas R. Burns

Dated this 4th day of December, 2000.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of EAST BAY GAMING, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of EAST BAY GAMING, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$100.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

NORAM-EAST BAY, LLC, a Florida limited liability company

By: NORAM, LLC, a Florida limited liability company, its General Partner

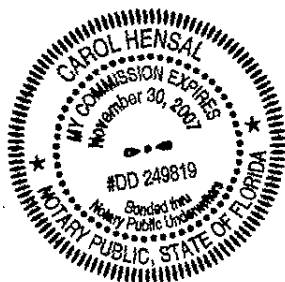
By: Alan H Ginsburg
Alan H Ginsburg, its Manager

Dated this 3 day of Dec, 2003.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3 day of Dec, 2000,
by Alan Ginsburg, as the member/manager of NORAM,
LLC, a Florida limited liability company, as the member of NORAM-EAST BAY, LLC, a Florida
limited liability company, as general partner of EAST BAY GAMING, LTD., a Florida limited
partnership. He is personally known to me or has produced _____ as identification
and who did/did not take an oath.

Carol Hensal
(Signature of Notary Public)



(Typed name of Notary Public)

Notary Public, State of Florida

Commission No. _____

My commission expires: _____