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9/20/95

FLORIDA DIVISION OF CORPORATIONS  
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((H95000010501))) ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: FLEMING, HAILE & SHAW, P.A.  
DEPARTMENT OF STATE 11780 US HWY ONE  
STATE OF FLORIDA THREE GOLDEN BEAR PLAZA SUITE 300  
409 EAST GAINES STREET NORTH PALM BEACH FL 33408-  
TALLAHASSEE, FL 32399 CONTACT: LAURA HOLLYWOOD  
FAX: (904) 922-4000 PHONE: (407) 627-8100  
FAX: (407) 622-7603

((H95000010501))) DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP  
NAME: SCC GAMING HOLDINGS, LTD.  
FAX AUDIT NUMBER: H95000010501 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 09/20/1995 TIME REQUESTED: 10:07:28  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
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P.01

## TRANSACTION REPORT

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1	SEP-20	10:14	9049224000	2'34"	SEND	3	OK

21:08:11

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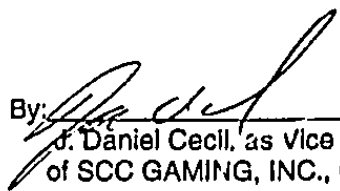
CERTIFICATE OF LIMITED PARTNERSHIP OF  
SCC GAMING HOLDINGS, LTD.

THE UNDERSIGNED, desiring to form a limited partnership (the "Partnership") in accordance with the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986 (the "Act"), does hereby sign and swear to this Certificate of Limited Partnership and the annexed Affidavit Regarding Capital Contributions, as follows:

1. The name of the Partnership is **SCC GAMING HOLDINGS, LTD.**
2. The address of the office where the records of the Partnership are maintained as required by Section 620.106 of the Act is 11780 U.S. Highway #1, Suite 300, North Palm Beach, Florida 33408. The name and address of the registered agent of the Partnership upon whom process may be served is FHS Corporate Services, Inc., 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.
3. The name of the sole General Partner of the Partnership is SCC GAMING, INC., its business address is 440 Royal Palm Way, Suite 100, Palm Beach, Florida 33480.
4. The mailing address of the Partnership is 440 Royal Palm Way, Suite 100, Palm Beach, Florida 33480.
5. The latest date on which the Partnership is to be dissolved is December 31, 2025.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 17th day of September, 1995.

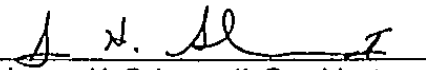
SCC GAMING, INC.  
as Sole General Partner

By:   
J. Daniel Cecil, as Vice President  
of SCC GAMING, INC., General Partner

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Limited Partnership. We are familiar with, and accept, the obligations of, Section 620 of the Florida Statutes.

FHS CORPORATE SERVICES, INC.,  
a Florida corporation

By:   
James H. Schnare II, President

James H. Schnare II, Esq.  
FLEMING, HAYLE, SHAW & GUNDLACH, P.A.  
11780 U. S. #1, Suite 300  
North Palm Beach, FL 33408  
(407) 627-8100  
Fla. Bar No.: 332739

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## AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF PALM BEACH )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared J. Daniel Cecil, who being first duly sworn, did depose and say as follows:

1. I am the Vice President of SCC GAMING, INC., the Sole General Partner named in the Certificate of Limited Partnership of SCC GAMING HOLDINGS, LTD. (the "Partnership"). I have been duly authorized to and do make this Affidavit on behalf of the corporate General Partner of the Partnership pursuant to the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986.

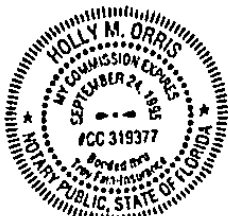
2. The amount of capital contributions of the Limited Partners of the Partnership and the amount anticipated to be contributed by them at this time is a total of Seven Thousand Five Hundred and No/100 dollars (\$7,500.00).

SCC GAMING, INC.  
as Sole General Partner

By: J. Daniel Cecil  
J. Daniel Cecil, as Vice President  
of SCC GAMING, INC., General  
Partner

SWORN TO AND SUBSCRIBED BEFORE ME, this 15<sup>th</sup> day of September, 1995 by J. Daniel Cecil. He is personally known to me.

SEAL:



NOTARY PUBLIC STATE OF FLORIDA

Holly M. Orris  
HOLLY M. ORRIS  
[Printed Name of Notary]

C:\AMT\PROV\DOCS\5600AFF-SCCG.SAM

James H. Schnare II, Esq.  
FLEMING, HAILE, SHAW & GUNDLACH, P.A.  
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