

F12.000005031

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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MAIL

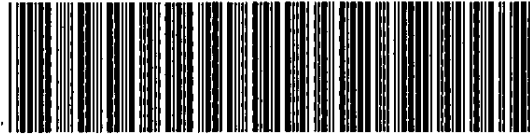
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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REGISTRATION

CP 12/14/12

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SG GAMING NORTH AMERICA, INC.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

PHILIP J. BAUER

Name of Person

SG GAMING NORTH AMERICA, INC.

Firm/Company

1500 BLUEGRASS LAKES PARKWAY

Address

ALPHARETTA, GEORGIA 30004

City/State and Zip code

phil.bauer@scientificgames.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Philip J. Bauer at (**770**) **664-3700**

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SG GAMING NORTH AMERICA, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEVADA

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. 11/10/1998

(Date of incorporation)

5.

PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 750 LEXINGTON AVENUE, 25TH FLOOR, NEW YORK, NY 10022

(Principal office address)

1500 BLUEGRASS LAKES PARKWAY, ALPHARETTA, GA 30004

(Current mailing address)

8. To supply gaming products and services to gaming operators in Florida

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 WEST 7TH STREET

PLANTATION

(City)

, Florida

33324

(Zip code)

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CORPORATION DIVISION

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Terence Hardley Asst. Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: STEVEN W. BEASON

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Address: 1500 BLUEGRASS LAKES PARKWAY
ALPHARETTA, GA 30004

Vice Chairman: JEFFREY S. LIPKIN

Address: 750 LEXINGTON AVENUE, 25TH FLOOR
NEW YORK, NY 10022

Director: JOHN B. SARNO

Address: 750 LEXINGTON AVENUE, 25TH FLOOR
NEW YORK, NY 10022

Director: _____

Address: _____

B. OFFICERS

President: STEVEN W. BEASON

Address: 1500 BLUEGRASS LAKES PARKWAY
ALPHARETTA, GA 30004

Vice President: JEFFREY S. LIPKIN

Address: 750 LEXINGTON AVENUE, 25TH FLOOR
NEW YORK, NY 10022

Secretary: JOHN B. SARNO

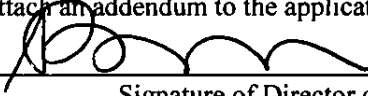
Address: 750 LEXINGTON AVENUE, 25TH FLOOR, NEW YORK, NY 10022

Treasurer: ROBERT C. BECKER

Address: 750 LEXINGTON AVENUE, 25TH FLOOR, NEW YORK, NY 10022

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____



Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. STEVEN W. BEASON, PRESIDENT

(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **SG GAMING NORTH AMERICA, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 10, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on December 3, 2012.

ROSS MILLER
Secretary of State



Electronic Certificate
Certificate Number: C20121203-1562
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

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CORPORATIONS