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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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LIMITED LIABILITY COMPANY

SUNCRUZ CASINOS L.L.C.

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Articles Of Organization
Of
SunCruz Casinos L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, adopt the following Articles of Organization:

ARTICLE I.
NAME

The name of this limited liability company shall be SunCruz Casinos L.L.C.

ARTICLE II.
ADDRESS

The street address and the principal place of business of this limited liability company shall be 647 East Dania Beach Boulevard, Dania, Florida 33004 and the mailing address shall be c/o Richard Breit, Becker & Poliakoff, P.A., 3111 Stirling Road, Fort Lauderdale, Florida 33312.

ARTICLE III.
DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE IV.
MANAGEMENT

The limited liability company shall be managed by its members.

ARTICLE V.
PURPOSE

This limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

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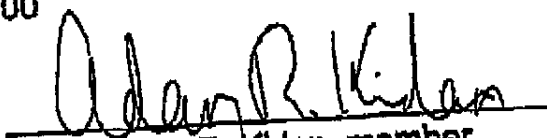
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ARTICLE VI.
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this Limited Liability Company is 3111 Stirling Road, Fort Lauderdale, FL 33312 and the name of the initial registered agent located at that address shall be Richard H. Breit.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on June 1, 2000


Adam R. Kidan, member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, as stated in the Articles of Organization. I am familiar with the obligations of the position.


Richard H. Breit

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