

LO1000007056
SunCruz
C.A.S.I.N.O.S.

April 30, 2001

MJH

VIA OVERNIGHT MAIL

5/1

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

600004104006--8
-05/01/01--01112--007
****125.00 ****125.00

Re: **WORLD GAMING LLC**


Gentlemen:

We have enclosed an executed copy of the Articles of Organization of World Gaming LLC as well as our check payable to the Florida Department of State in the amount of \$125 for filing fee for Articles of Organization and Designation of Registered Agent.

If you have any questions or need additional information, you can reach me at 954-929-3880, ext. 668 or rbreit@suncruzcasinocom.

Thank you for your assistance.

Sincerely,


Richard H. Breit
Executive Vice President
and General Counsel

RHB:jaz
Enclosure

FILED
01 MAY - 1 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Organization
of
WORLD GAMING LLC

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 WORLD GAMING LLC.

ARTICLE II.
ADDRESS

The street address, mailing address and the principal place of business of this limited liability company shall be 647 East Dania Beach Boulevard, Dania, Florida 33004.

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.

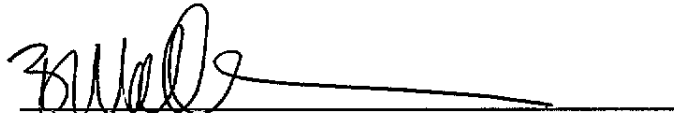
01 MAY -1 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE VI.
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this Limited Liability Company is 647 East Dania Beach Boulevard, Dania Beach, Florida 33004 and the name of the initial registered agent located at that address shall be Richard H. Breit.

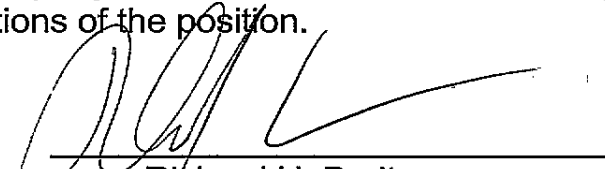
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on April 19, 2001.


Benjamin S. Waldman, 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