

CT CORPORATION

CORPORATION(S) NAME

L020000006282

River Downs LLC

300005113003--4
-03/18/02--01019--011
****125.00 ****125.00

☐ Profit	☐ Amendment	☐ Merger
☐ Nonprofit		
☐ Foreign	☐ Dissolution/Withdrawal	☐ Mark
	☐ Reinstatement	
☐ Limited Partnership	☐ Annual Report	☐ Other
☒ LLC	☐ Name Registration	☐ Change of RA
	☐ Fictitious Name	☐ UCC
☐ Certified Copy	☐ Photocopies	☐ CUS
☐ Call When Ready	☐ Call If Problem	☐ After 4:30
☒ Walk In	☐ Will Wait	☒ Pick Up
☐ Mail Out		

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 18 PM 12:31

APPROVED
AND
FILED

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/18/02

Order#: 5203573

Ref#: _____

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
Amount: \$

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RECEIVED

3-18-02

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**ARTICLES OF ORGANIZATION
OF**

River Downs LLC

a Florida limited liability company

1. The name of this limited liability company is **River Downs LLC** (the "Company").
2. The Company is being formed for the following purposes:
 - a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida
 - b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned
 - c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the limited liability company or which at any time appear conducive thereto or expedient.

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act as amended from time to time.

3. The principal place of business, street address and the mailing address of the Company is:

479 S.W. 29th Avenue
Delray Beach, Florida 33445

4. The name and street address of the registered agent of the Company is:

CT Corporation
1200 South Pine Island Road
Plantation, Florida 33324

5. The Company shall be a manager-managed company.
6. The Company shall indemnify any and all of its members, managers, officers, employees or agents or former officers, managers, employees or agents or any person or persons who may have served at its request as an officer, manager, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines,

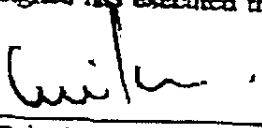
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or their legal representative may be made a party or may be threatened to be made a party, by reason of such person being or having been an officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any officer, employee or agent may be entitled as a matter of law or which such person may be lawfully granted.

15 IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of March 2002.

By: 

Print Name: Adrian Samingo Deppe

Print Title: Authorized Representative

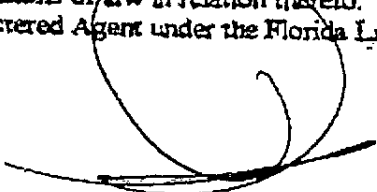
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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been appointed as Registered Agent for River Downs LLC, at the place designated in the Articles of Organization of River Downs LLC, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with, and accepts, the obligations of a Registered Agent under the Florida Limited Liability Company Act


Print Name: PETER F. SOUZA
ASSISTANT SECRETARY

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AND
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TALLAHASSEE, FLORIDA