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March 17, 2003

Department of State
Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: **SHOWBOATS, L.L.C.**
Our File: PRK 5212

Dear Sir/Madam:

Enclosed please find the original and two (2) copies of:

**Articles of Organization of
SHOWBOATS, L.L.C.**

for incorporation in the State of Florida. Also, enclosed is my check #5712 payable to your order, in the sum of \$125.00, covering the filing fee.

Please return a stamped copy of the Articles in the enclosed self-addressed, stamped envelope.

Should you have any questions, please give us a call.

Very truly yours,

TIMOTHY H. KENNEY

THK:epw
Enc.

**ARTICLES OF ORGANIZATION OF
SHOWBOATS, L.L.C.**

ARTICLE I

Name

The name of the limited liability company ("Company") is:

SHOWBOATS, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 120 Butler Street, Suite B, West Palm Beach, Florida 33407.

ARTICLE III

Duration

The period of duration for the Company is thirty (30) years, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is TIMOTHY H. KENNEY. The address of Company's registered office in Florida is 120 Butler Street, Suite B, West Palm Beach, Florida 33407.

ARTICLE V

Management

The Company is to be managed by one manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

GERALD K. PARKER

ARTICLE VI

Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the written consent of the remaining member(s).

IN WITNESS WHEREOF, I have executed these Articles of Organization on this
17 day of March, 2003.



GERALD K. PARKER

Member

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

SHOWBOATS, L.L.C.

2. The name and the Florida Street address of the registered agent are:

**TIMOTHY H. KENNEY
120 Butler Street, Suite B
West Palm Beach, FL 33407**

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



TIMOTHY H. KENNEY