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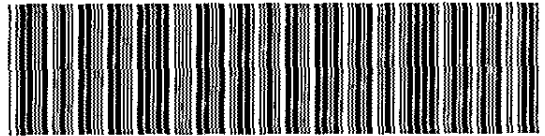
(Business Entity Name)

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TALLAHASSEE, FLORIDA
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04 APR 12 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 560751 7274201

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
04 APR 12 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 12, 2004

ORDER TIME : 10:33 AM

ORDER NO. : 560751-005

CUSTOMER NO: 7274201

CUSTOMER: Thomas M. Reiter, Esq
Brant Abraham Reiter &
McCormick, P.a.
Suite 2750
50 North Laura Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: SHOWBOAT MANAGEMENT, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
SHOWBOAT MANAGEMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SHOWBOAT MANAGEMENT, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 1636 South Third Street, Jacksonville Beach, Florida 32250.

ARTICLE III - DURATION

The Company shall commence its existence upon the filing of these Articles by the Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the regulations of the Company.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is Brant, Abraham, Reiter & McCormick, P.A., 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.


ARTICLE IX - MANAGEMENT BY MEMBERS

The Company shall be managed by its Members. The Members may adopt regulations for the management of the business and affairs of the Company not inconsistent with law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes.

Executed this 9 day of April, 2004.

Brant, Abraham, Reiter & McCormick, P.A.

By: 
Thomas M. Reiter
Its: Vice President
Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, SHOWBOAT MANAGEMENT, LLC, 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 SHOWBOAT MANAGEMENT, LLC.
2. The name and street address of the registered agent in Florida is:

Brant, Abraham, Reiter & McCormick, P.A.
50 North Laura Street, Suite 2750
Jacksonville, Florida 32202

The undersigned, being the entity named in the Articles of Organization of SHOWBOAT MANAGEMENT, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of registered agent.

Brant, Abraham, Reiter & McCormick, P.A.

By: 

Thomas M. Reiter

Its: Vice President

"Registered Agent"