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(Address)

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04 NOV - 9 AM 7:42
DIVISION OF CLERK & ATTORNEYS

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Cruise Entertainment, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marilyn D. Adelman
(Name of Person)

c/o Cozen O'Connor
(Firm/Company)

1900 Market Street
(Address)

Philadelphia, PA 19103
(City/State and Zip Code)

For further information concerning this matter, please call:

David Petkun, Esquire at (215) 665-4634
(Name of Person) (Area Code & Daytime Telephone Number)

via courier
↓

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Cruise Entertainment, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

One East 11th Street, Suite 500

Riviera Beach, FL 33404

Mailing Address:

Same

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

John M. McTighe

Name

One East 11th Street, Suite 500

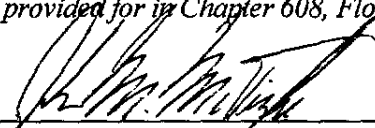
Florida street address (P.O. Box NOT acceptable)

Riviera Beach

FLORIDA 33404

City, State, and Zip

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 as provided for in Chapter 608, Florida Statutes.


Registered Agent's Signature

04 NOV 2011 4:22
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

ITG Vegas, Inc.

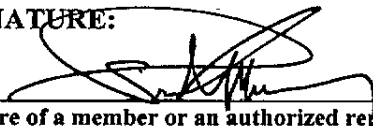
One East 11th Street, Suite 500

Riviera Beach, FL 33404

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a 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.)

By: ITG Vegas, Inc.

Typed or printed name of signee

By: Francis X. Murray, Vice President

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS