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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Stratus Gaming, 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:

Buddy J. Levy

(Name of Person)

Buddy J. Levy, P.A.

(Firm/Company)

2203 N. Lois Ave., Suite 912

(Address)

Tampa, FL 33607

(City/State and Zip Code)

For further information concerning this matter, please call:

Buddy J. Levy

(Name of Person)

at (**813**) **731-7310**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☒ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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DIVISION OF CORPORATIONS

07 AUG 16 AM 11:43

**ARTICLES OF ORGANIZATION
OF
STRATUS GAMING, LLC**

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: **STRATUS GAMING, LLC**

**ARTICLE II
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

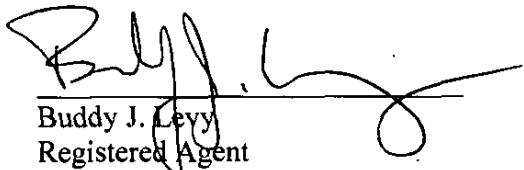
**ARTICLE III
ADDRESS AND PLACE OF BUSINESS**

The mailing and street address for the Company's principal office is 2203 N. Lois Ave., Suite 912, Tampa, Florida 33607.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 2203 N. Lois Ave., Suite 912, Tampa, Florida 33607, and the name of its initial registered agent is Buddy J. Levy. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

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, F.S.



Buddy J. Levy
Registered Agent

ARTICLE V MANAGEMENT

All powers of the Company shall be exercised by or under the authority of the members and, except as otherwise provided in the operating agreement of the Company, (the "Operating Agreement"), the business and affairs of the Company shall be managed by or under the direction of one or more managing members. The name and current address of the initial managing member is set forth below, and such person shall act in such capacity until otherwise determined by the members in accordance with the Company's Operating Agreement:

Buddy J. Levy - MGRM
2203 N. Lois Ave., Suite 912
Tampa, Florida 33607

ARTICLE VII RESTRICTIONS ON MEMBERSHIP

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in an operating agreement or other agreement adopted by the members.

ARTICLE VIII OPERATING AGREEMENT

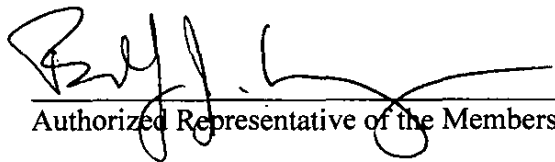
The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

ARTICLE X ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of STRATUS GAMING, LLC. These Articles of Organization may be amended from time to time by consent

of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13th day of August, 2007.


Authorized Representative of the Members

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.

Buddy J. Levy