2011 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L09000106860

Entity Name: PHOENIX GAMING & ENTERTAINMENT, LLC

FILED Apr 30, 2011 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

888 BRICKELL KEY DRIVE 21001 N. TATUM BLVD SUITE 1501 SUITE 1630-256 MIAMI, FL 33131 PHOENIX, AZ 85050

Current Mailing Address: New Mailing Address:

888 BRICKELL KEY DRIVE SUITE 1501 MIAMI, FL 33131

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

FIGUEREDO, LUIS R
18001 OLD CUTLER ROAD
533
MIAMI, FL 33157 US
GUIM, RENE W
888 BRICKELL KEY DRIVE
1501
MIAMI, FL 33131 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: RENE W. GUIM 04/30/2011

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGR

Name: AHEARN, JAMES F

Address: 21001 N. TATUM BLVD, SUITE 1630-256

City-St-Zip: PHOENIX, AZ 85050

Title: MGR

Name: JONAS, DAVE S

Address: 21001 N. TATUM BLVD, SUITE 1630-256

City-St-Zip: PHOENIX, AZ 85050

Title: MGR

Name: TRACY, EDWARD M

Address: 21001 N. TATUM BLVD, SUITE 1630-256

City-St-Zip: PHOENIX, AZ 85050

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statues.

SIGNATURE: JAMES F. AHEARN MGR 04/30/2011