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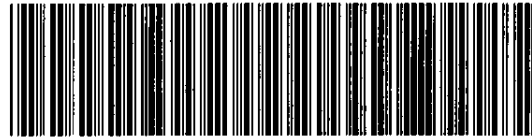
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2010 JUN -1 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. LEWIS

JUN 2 2010

EXAMINER

HUTTO AND BODIFORD  
ATTORNEYS AT LAW  
620 MCKENZIE AVENUE  
PANAMA CITY, FLORIDA 32401

BILL R. HUTTO \*  
LARRY A. BODIFORD \*  
\*CERTIFIED CIRCUIT COURT MEDIATORS

REPLY TO:  
POST OFFICE BOX 2528  
PANAMA CITY, FLORIDA 32402  
(850) 763-0723  
FAX (850) 872-8402

May 28, 2010

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

**Re: Articles of Organization of Wild Bill's Bingo, LLC**

Good morning.


Enclosed please find the Articles of Organization and, Check No. 29763 in the amount of \$130.00 for Filing, Registered Agent and Certificate of Status fees.

Please return all correspondence concerning this matter to the following:

Larry A. Bodiford, Esquire  
Hutto and Bodiford  
Attorneys at Law  
P.O. Box 2528  
Panama City, Florida 32402

for further information concerning this matter, please call Larry A. Bodiford at (850) 763-0723.

Sincerely,

  
Larry A. Bodiford

LAB:mmf  
Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
WILD BILL'S BINGO, LLC**

2010 JUN -1 AM 10:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to s. 608.407, Florida Statutes, the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be Wild Bill's Bingo, L.L.C., and its principal office shall be located at 2215 East 15<sup>th</sup> Street, in the City of Panama City, County of Bay, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**

**PURPOSE AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or business to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or

department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

This limited liability company shall be managed by Two (2) managers. The names and

addresses of the persons who shall serve until successors are elected and qualified are as follows:

Name and complete address of each manager.

William Dalton  
2215 East 15<sup>th</sup> Street  
Panama City, Florida 32405-6023

Vickie Broadway  
2215 East 15<sup>th</sup> Street  
Panama City, Florida 32405-6023

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#### ARTICLE V

##### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent or all or as the case may be members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI

##### CAPITAL CONTRIBUTIONS

Pursuant to Fla. Stat. 608.4211 the contribution of a member is services rendered.

#### ARTICLE VII

##### PROFITS AND LOSSES

(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits or to the distributive share of the profits.

ARTICLE VII

DURATION


This limited liability company shall exist until dissolved in a manner provided by law.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 620 McKenzie Avenue, City of Panama City, <sup>32401-3062</sup>County of Bay, State of Florida, and the name of the company's initial registered agent at that address is Larry A. Bodiford.

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 allegations of my position as registered agent as provided for in Chapter 608 Florida Statutes.

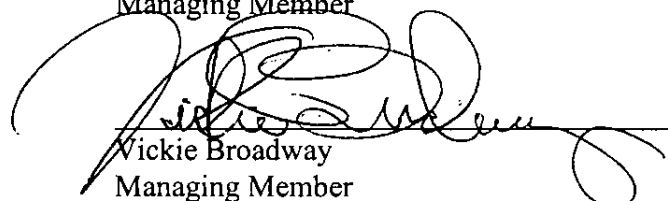
  
Larry A. Bodiford  
Registered Agent

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Wild Bill's Bingo, LLC.

Executed by the undersigned at Panama City, FL on this the 27 day of MAY, 2010.

Signatures:

  
William Dalton  
Managing Member

  
Vickie Broadway  
Managing Member

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TALLAHASSEE, FLORIDA