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Florida Department of State
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Boyd Florida, LLC

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS
IN THE STATE OF FLORIDA:**

1. Boyd Florida, LLC
(Name of Foreign Limited Liability Company)
2. Mississippi 3. 35-2271901
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. May 30, 2006 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. March 3, 2007
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 2950 Industrial Road
Las Vegas, NV 89109
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here X

9. The name and usual business addresses of the managing members or managers are as follows:

William S. Boyd, President and Chairman of the Board of Managers
2950 Industrial Road
Las Vegas, NV 89109

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To serve as general partner in The Aragon Group, a Florida general partnership, and as a general partner in Summersport Entertainment, a Florida general partnership, and to do such other business as legally permitted.

Brian A. Larson

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Boyd Florida, LLC, a Mississippi limited liability company. By: Boyd Tunica, Inc., a Mississippi corporation.
By: Brian A. Larson, Senior Vice President

WPB 924313.1

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Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY 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:

Boyd Florida, LLC

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

GY Corporate Services, Inc.
2 South Biscayne Boulevard, Ste. 3400
Miami, FL 33131

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 on behalf of GY Corporate Services, Inc., 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.

GY CORPORATE SERVICES, INC.

By: 
MARK SCHEER, President

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State of Mississippi

Office of the Secretary of State

Eric Clark, Secretary of State
Jackson, Mississippi

CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such the legal custodian of the records as required by The Mississippi Limited Liability Company Act to be filed in my office do hereby certify that:

BOYD FLORIDA, LLC

Formed May 30, 2006

A Mississippi Limited Liability Company has filed the necessary documents in this office and has obtained a certificate of formation under the provisions of The Mississippi Limited Liability Company Act as shown by the records in this office.

That the registered office of said Limited Liability Company is located at:

633 NORTH STATE STREET
PO BOX 427
JACKSON MS 39205-0427

and that the registered agent at that address is:

SHEPHERD, THOMAS B., III

I further certify that said Limited Liability Company has paid the fees for filing the above papers required by law as shown by the records of this office and that said Limited Liability Company is in good standing to do business in Mississippi at this time.



Given under my hand
and seal of office
February 26, 2007

A handwritten signature in cursive script that reads "Eric Clark".

ERIC CLARK
Secretary of State

Certification Number: 8792148-1 Page 1 of 1 Reference:
Verify this certificate online at <http://www.sos.state.ms.us/busserv/corp/verify>