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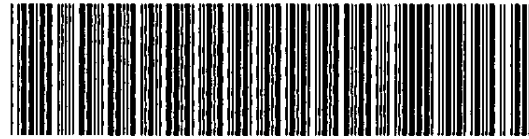
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TALLAHASSEE, FLORIDA

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April 11, 2011

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VIA FED EX

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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RE: Lucevegas Investments, L.L.C.
Application for Foreign Limited Liability for Authorization to transact business in Florida

Ladies and Gentlemen:

Enclosed is the Application by Foreign Limited Liability Company for Authorization to Transaction Business in Florida and a current Certificate of Existence, submitted to register the above referenced foreign limited liability company to transact business in Florida. A check in the amount of \$160.00 is enclosed for the filing fee, designation of registered agent, certified copy and Certificate of Status.

Please return all correspondence to Emmanuel, Sheppard & Condon, P.O. Drawer 1271, Pensacola, Florida 32591-01271, Attention: Lydia Brackett.

The e-mail address to use for all future notifications is: jfoley@cfbre.com.

If you have any questions, please do not hesitate to contact the undersigned at 800-433-6581. Thank you for your kind consideration.

Sincerely,



Kevin D. Nelson

KDN:lab
Enclosures

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

In compliance with Section 608.503, Florida Statutes, the following is submitted to register a foreign limited liability company to transact business in the State of Florida.

The name of the foreign limited liability company is Lucevegas Investments, L.L.C.

The Company is organized under the laws of the State of Mississippi. Jurisdiction is under Mississippi law.

The Federal Employee Identification number for the Company is 45-1343477

The date of its organization is March 23, 2011.

The duration of the Company is perpetual.

The date the Company first transacted business in Florida (if prior to registration - See Sections 608.501 & 608.502, F.S., to determine penalty (liability) is N/A

The principal office address of the Company is 329 Oak Street, Lucedale, Mississippi 39452.

The current mailing address of the Company is P.O. Box 178, Lucedale, Mississippi 39452.

The Company is Manager managed.

The name and usual business address of the Manager are:

Stimpson, Foley and Barbour, LLC
111 South McKenzie Street
Foley, AL 36535
Attn: John B. Foley, IV

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.

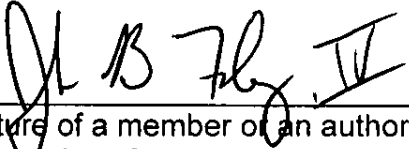
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MOBILE, ALABAMA

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The nature of business or purposes to be conducted or promoted in Florida are:

The acquisition, development, purchase and sale of real estate.

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes)



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

Print Name: John B. Foley, IV,
as the authorized representative
on behalf of Stimpson, Foley and Barbour, LLC

Date: 4-11-11

2011 APR 12 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

The name of the Limited Liability Company is:

LUCEVEGAS INVESTMENTS, L.L.C.

If unavailable, the alternate to be used in the state of Florida is:


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

Kevin D. Nelson, Esq.
30 S. Spring Street
Pensacola, FL 32502

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 relative 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.

Kevin D. Nelson
(Print Name)

Date: 4-11-11


(Signature)

FILED
2011 APR 12 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Mississippi

Office of the Secretary of State

C. Delbert Hosemann, Jr., Secretary of State
Jackson, Mississippi

CERTIFICATE

I, C. DELBERT HOSEMAN, JR., 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:

LUCEVEGAS INVESTMENTS, L.L.C.

Formed March 23, 2011

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:

329 OAK STREET
P.O. BOX 178
LUCEDALE MS 39452

and that the registered agent at that address is:

VAN LINGEN, LAURIE L.

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
April 4, 2011

C. Delbert Hosemann, Jr.

C. Delbert Hosemann, Jr.
Secretary of State

State of Mississippi

Secretary of State's Office

C. Delbert Hosemann, Jr.

Secretary of State
Jackson, Mississippi

LUCEVEGAS INVESTMENTS, L.L.C.

Business ID: 980544

The attached 3 pages are true and correct copies of documents filed in the Mississippi Secretary of State's Office pursuant to the Mississippi Code of 1972 Annotated.

This the 4th day of April, 2011.



SECRETARY OF STATE

P.O. Box 136

Jackson, MS 39205

(601) 359-1633

C. Delbert Hosemann, Jr.

C. Delbert Hosemann, Jr.
Secretary of State

102430651

OFFICE OF THE MISSISSIPPI
P.O. BOX 136, JACKSON, MS 39
Certificate of Formation

Business ID: 980544
Date Filed: 03/23/2011 08:00 AM
C. Delbert Hosemann, Jr.
Secretary of State



The undersigned, pursuant to Senate Bill No. 2395, Chapter 402, Laws of 1994, hereby executes the following document and sets forth:

1. Name of the Limited Liability Company

↳ Lucevegas Investments, L.L.C.

2. The future effective date is
(Complete if applicable)

3. Federal Tax ID

↳ To be applied for

4. Name and Street Address of the Registered Agent and Registered Office is

↳ Name Laurie L. van Lingen

↳ Physical Address 329 Oak Street

↳ P.O. Box P.O. Box 178

↳ City, State, ZIP5, ZIP4 Lucedale MS 39452 -

5. If the Limited Liability Company is to have a specific date of dissolution, the latest date upon which the Limited Liability Company is to dissolve

↳

6. Is full or partial management of the Limited Liability Company vested in a manager or managers? (Mark appropriate box)

↳ Yes No

7. Other matters the managers or members elect to include

↳

↳

102430657

Certificate of Formation



By: Signature

Laurie L. van Lingen

(Please keep writing within blocks)

Printed Name

Laurie L. van Lingen

Title

Former

Street and Mailing Address

⇒ Physical Address

329 Oak Street

⇒ P.O. Box

P.O. Box 178

⇒ City, State, ZIP5, ZIP4

Lucedale

MS

39452 -

By: Signature

(Please keep writing within blocks)

Printed Name

Title

Street and Mailing Address

⇒ Physical Address

⇒ P.O. Box

⇒ City, State, ZIP5, ZIP4

-

102430657

ROBERT P. SHEPARD
ATTORNEY AT LAW
922 MANILA STREET
LUCEDALE, MISSISSIPPI 39452
[Courthouse Square-East]

e-mail: robertp@datasync.com

Telephone: (601) 947-7575

Fax: (601) 947-4425

March 22, 2011

Secretary of State of Mississippi
Corporations Division
P.O. Box 136
Jackson, MS 39205-0136

RE: Certificate of formation- Lucevegas Investments, L.L.C.

Please find enclosed duplicate original certificates of formation of Lucevegas Investments, L.L.C. To cover the cost of the filing fee, please find enclosed my check made payable to your order in the amount of \$50.00

If you have any questions, please let me know. Otherwise, thank you for your help.

Sincerely,


Robert P. Shepard