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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BRYAN K. McLACHLAN
Attorney at Law

7985 113th St., N., Suite 340
P.O. Box 7427
Seminole, FL 33775

Telephone
(727)398-0086
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(727)398-1896

January 21, 2004

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

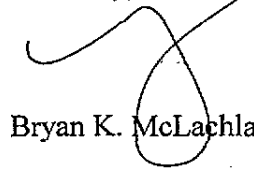
Re: Articles of Incorporation for Holiday Shores Bingo Association, Inc.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.50 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$8.75 and cost for designation of registered agent in the amount of \$35.00. Please return a certified copy to the undersigned.

Upon your receipt and review of the attached, if you have any questions or comments, please don't hesitate to contact me.

Sincerely,



Bryan K. McLachlan

BKM/ams
Enc.

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**ARTICLES OF INCORPORATION
OF
HOLIDAY SHORES BINGO ASSOCIATION, INC.,
a Florida Corporation Not For Profit**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this corporation is Holiday Shores Bingo Association, Inc., a Florida Corporation not for profit.

**ARTICLE II
TERM OF EXISTENCE**

This corporation is to exist in perpetuity.

**ARTICLE III
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to conduct all legal affairs of the State of Florida and to conduct Bingo and other social activities within Holiday Shores Mobile Home Park. The Corporation shall also be authorized to engage in any lawful purpose or purposes pursuant to Florida Statutes 617.

The foregoing paragraph shall be construed as enumerating the purposes, objectives and powers of this corporation, and no recitation, expression or declaration or specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers under the laws of the State of Florida or the United States of America which are not inconsistent herewith are hereby included.

**ARTICLE IV
ADDRESS**

The initial address of the principle office of this corporation in the State of Florida is 10289 Paradise Drive, Largo, Florida 33773. The Board of Directors may from time to time move the

principle office to any other address in Florida.

ARTICLE V
STOCK

No stock will be issued due to non-profit corporate status.

ARTICLE VI
DIRECTORS

Pursuant to the procedures for appointment and election of directors contained in the ByLaws adopted by the stockholders, this corporation shall have three (3) directors, initially. The number of directors may be increased or decreased from time to time, pursuant to the By-Laws adopted by the stockholders, but shall never be less than three (3).

ARTICLE VII
INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors who shall serve until the first election thereof are as follows:

| <u>Name</u> | <u>Address</u> |
|---------------|--|
| Arthur Pion | 10274 S. Lake Drive Largo, Florida 33773 |
| Nancy Pion | 10274 S. Lake Drive Largo, Florida 33773 |
| Frances Kelly | 10366 South Lake Drive Largo, Florida 33773 |

ARTICLE VIII
SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation are as follows:

| <u>Name</u> | <u>Address</u> |
|---------------|--|
| Arthur Pion | 10274 S. Lake Drive Largo, Florida 33773 |
| Nancy Pion | 10274 S. Lake Drive Largo, Florida 33773 |
| Frances Kelly | 10366 South Lake Drive Largo, Florida 33773 |

ARTICLE IX **CORPORATION OFFICERS**

The business of this corporation shall be conducted by the President, Vice President, Secretary/Treasurer, and a Board of Directors. The Board of Directors shall be elected at each annual meeting to be determined by the By-Laws. All other officers shall be elected or employed by the Board of Directors.

Until the first meeting of the stockholders and other officers are elected, the business of the corporation shall be transacted by the following officers:

| <u>Name</u> | <u>Office</u> |
|---------------|---------------------|
| Arthur Pion | President |
| Nancy Pion | Vice President |
| Frances Kelly | Secretary/Treasurer |

ARTICLE X **AMENDMENT**

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority vote of the stock entitled to vote thereon, unless

all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI
MEMBERS

The corporation shall have members, Members of the corporation shall be limited to mobile home owners who are lessees with Holiday Shores Mobile Home Park meeting such qualifications as are prescribed by the By-Laws of the corporation.

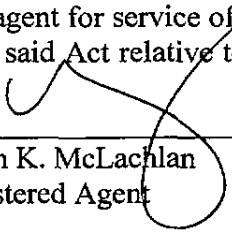
ARTICLES XII
REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That Holiday Shores Bingo Association, Inc., a Florida corporation not for profit, desiring to organize under the laws of the State of Florida, with its principle office located at 10289 Paradise Drive, Largo, Florida 33773, has named Bryan K. McLachlan, 7985 113th Street No., Suite 340, P. O. Box 7427, Seminole, Florida 33775, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in Article XII, I, hereby accept designation as agent for service of process, agree to act in such capacity, and agree to comply with provisions of said Act relative to keeping said office open.



Bryan K. McLachlan
Registered Agent

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8 day of October, 2003.

Holiday Shores Bingo Association, Inc.

By: Arthur P. Pion
Arthur Pion, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8 day of October, 2003, by Arthur Pion, President.

(Seal)

Notary Public _____
Personally known _____
Or Produced Identification _____
Type of Identification Produced _____

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

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

1. The name of the corporation is HOLIDAY SHORES BINGO ASSOCIATION, INC.
2. The name and address of the registered agent and office is BRYAN K. McLACHLAN, 7985 113th Street North, Suite 340, P.O. Box 7427, Seminole, Pinellas County, Florida 33775.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate and in the Articles of Incorporation, 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.



Bryan K. McLachlan, Esq.

10.8.03

Date

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TALLAHASSEE, FLORIDA