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August 25, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
99 AUG 27 AM 10:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Articles of Incorporation for Emerald Coast Poker Run, Inc.

Dear Sir or Madam:

800002972358--4
-08/27/99--01063--009
*****70.00 *****70.00

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,

Tiffany Donaldson
Tiffany Donaldson
Legal Assistant for
Joseph M. Scheyd, Jr.

/tjd

Enclosures

Tiffany Donaldson GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Art V*
DATE *9-1-99*
DOC. EXAM *OB*

CS
9-1-99
1

ARTICLES OF INCORPORATION
OF
EMERALD COAST POKER RUN, INC.
[Nonstock 501(c)(3)/170(c)(2) Corporation]

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

We, the undersigned residents of the State of Florida, being twenty-one (21) years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Florida.

ARTICLE ONE
NAME AND LOCATION

The name of the corporation shall be EMERALD COAST POKER RUN, INC., and its location shall be 116 Highway 98 East, City of Destin, County of Okaloosa, State of Florida.

ARTICLE TWO
PURPOSE

Said corporation is organized to engage in any lawful act or activity for which corporations may be organized under Chapter 617 of the Florida Statutes and which such organizations exist exclusively for charitable, religious and educational purposes as determined under Sections 501(c)(3) and 170 of the 1986 Internal Revenue Code, as amended, or corresponding section of any future federal tax code.

ARTICLE THREE
PROHIBITED ACTS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE FOUR

STOCK

The corporation shall be a nonstock corporation, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE FIVE

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is

Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

ARTICLE SIX

GENERAL OFFICERS

The general officers of the corporation shall be the president, vice-president, secretary, and treasurer. The By-Laws shall provide the qualifications to hold office, the duties of each office and the duration of each officer's term.

ARTICLE SEVEN

MEMBERSHIP REQUIREMENTS

The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be determined by the by-laws.

ARTICLE EIGHT

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE NINE

INCORPORATOR

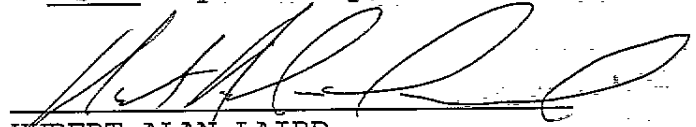
The incorporator is Alan Laird of 116 Highway 98 East, City of Destin, County of Okaloosa, State of Florida.

ARTICLE TEN

REGISTERED AGENT

The registered agent is Joseph M. Scheyd, Jr., of 305 Main Street, City of Destin, County of Okaloosa, State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles Of Incorporation this 20 day of July, 1999.


HUBERT ALAN LAIRD

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 20
day of July, 1999, by HUBERT ALAN LAIRD, who is personally known to
me or who has produced _____ as
identification and who did take an oath and acknowledged and
declared that he executed the same for the uses and purposes
therein set forth.


NOTARY PUBLIC

My Commission Expires: _____



Joseph M. Scheyd, Jr.
MY COMMISSION # CC657563 EXPIRES
June 22, 2001
BONDED THRU THOY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

I, Joseph M. Scheyd, Jr., hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on 7/20, 1999.


Joseph M. Scheyd, Jr., Registered Agent

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TALLAHASSEE FLORIDA