

**P00000009295**

**Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**CASINO RATED PLAYERS.COM, INC.**

Certificate of Status	0
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*9999. 0161 - Forhan*

**ARTICLES OF INCORPORATION  
OF  
CASINO RATED PLAYERS.COM, INC.**

The undersigned, a natural person competent to contract, does hereby make,  
subscribe and file these Articles of Incorporation for the purpose of organizing a  
corporation under the laws of the State of Florida.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: CASINO RATED PLAYERS.COM, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 700 South Federal  
Highway, Suite 200, Boca Raton, FL 33432.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be  
to engage in any and all lawful business permitted under the laws of the United States  
and the State of Florida.

STEVEN I. WEINBERGER, ESQ., FLA. BAR #0135585  
Atlas, Pearlman, Trop & Borkson, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, Florida 33301  
Phone No.: (954) 763-1200

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#### **ARTICLE IV CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be one hundred million (100,000,000) shares, of which eighty million (80,000,000) shares shall be common stock, par value \$.001 per share, and twenty million (20,000,000) shares shall be preferred stock, par value \$.001 per share. Series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

#### **ARTICLE V TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE VI REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

William G. Forhan  
700 South Federal Highway, Suite 200  
Boca Raton, FL 33432

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**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have one (1) to seven (7) Directors, as determined by the Board.

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is William G. Forhan, 700 South Federal Highway, Suite 200, Boca Raton, FL 33432.

**ARTICLE IX  
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE X  
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE XI  
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing

Articles of Incorporation on the 26th day of January 2000.

A handwritten signature in black ink, appearing to read "W. Forhan", is written over a solid horizontal line.

William G. Forhan, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

CASINO RATED PLAYERS.COM, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 700 South Federal Highway, Suite 200, Boca Raton, FL 33432, has named William G. Forhan, 700 South Federal Highway, Suite 200, Boca Raton, FL 33432, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



William G. Forhan

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