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November 16, 2000

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/20/00--01148--002
****122.50 ****78.75

Re: Playing Games Interactive, Inc.


Dear Madam/Sir:

Enclosed please find two executed Articles of Incorporation for Playing Games Interactive, Inc. Please return a certified copy of said Articles to this office for forwarding to our client.

Also enclosed is a check in the amount of \$122.50 for the cost of the filing fee and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,


Sidney Werner

SW/db
enclosures

FILED
00 NOV 20 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 11-27

ARTICLES OF INCORPORATION
OF
PLAYING GAMES INTERACTIVE, INC.

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ARTICLE I. NAME

The name of this corporation is **PLAYING GAMES INTERACTIVE, INC.**

ARTICLE II. CORPORATE ADDRESS

The principal place of business and mailing address of this Corporation shall be 7550
121ST Avenue North, Largo, FL 33773.

ARTICLE III - PURPOSE

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other states, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8239 Ulmerton Road, Building B, Unit 9, Largo, FL 33771, and the name of the initial Registered Agent of this corporation at that address is **Alan McDonald**.

ARTICLE VI - DURATION

This corporation shall have perpetual existence, and shall become effective on the filing of these Articles of Incorporation.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial director of this corporation are:

NAME

ADDRESS

Alan McDonald

7550 121st Avenue North
Largo, FL 33773

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles are:

NAME

ADDRESS

Alan McDonald

7550 121st Avenue North
Largo, FL 33773

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 6th day of November, 2000.



Alan McDonald, "Incorporator"

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgements in the State and county set forth above, personally appeared Alan McDonald, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.


IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6 day of November, 2000.


NOTARY PUBLIC
My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Alan McDonald, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505 Florida Statutes.


Alan McDonald, "Registered Agent"

FILED

00 NOV 20 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA