DO100015217 TRANSMITTAL LETTER

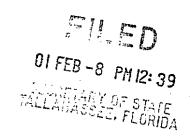
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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUB	JECT: Player	3 Club Ma	303/nl, 20c		
	(Pro	oposed corporate (ame - must include suffix)		
	s osed is an original	and one (1) co	py of the articles of incorporation and a check		
for:	· *** \$70.00	\$78.75	\$122.50\$131.25		
	Filing Fee	Filing Fee & Certificate	Filing Fee Filing Fee, & Certified Copy Certified Copy & Certificate		
			Additional Copy Required		
	FROM:	Gary M. M	ills, P.A.		
		Name (printed or typed) 200035518328 -02/08/0101078005			
		1761 W. H	illsboro Blvd., #104 *******70.00 *******70.00		
Address					
,	Deerfield Beach, FL 33442				
÷		Cit	y, State & Zip		
		7-4228			
		Daytime	Telephone number		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF PLAYERS CLUB MAGAZINE, INC.



The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation under, F.S. Chapter 607, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is PLAYERS CLUB MAGAZINE, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation are 6574 N State Road 7, #124, Coconut Creek, FL 33073.

ARTICLE III. PURPOSE

The corporation is formed to engage in any activity necessary to sustain its continuity that is permitted and allowed under the laws of the State of Florida and any other governing body.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 10,000 shares of common stock having a par value of \$.10 per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 1761 W. Hillsboro Blvd., Suite 104, Deerfield Beach, FL 33442. The name of the initial registered agent at that address is Gary M. Mills, P.A.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors is:

Name

Address

Ricky L. Leo

6574 N State Road 7, #124, Coconut Creek, FL 33073

Catia Pegado-Leo

6574 N State Road 7, #124, Coconut Creek, FL 33073

ARTICLE VIII. SUBSCRIBERS

The name(s) and address(es) of the person(s) signing these articles of incorporation as subscriber(s) is(are):

Name

Address

Catia Pegado-Leo

6574 N State Road 7, #124, Coconut Creek, FL 33073

ARTICLE IX. OFFICERS

The following person(s) shall be appointed to the office that appears beside their name(s):

President:

Ricky L. Leo

Vice-President:

Catia Pegado-Leo

Secretary:

Ricky L. Leo

Treasurer:

Catia Pegado-Leo

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of incorporation on February 6, 2001:

Catia Pegado-Leo

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing articles of incorporation were acknowledged before me on February 6, 2001, by Catia Pegado-Leo.

Gary Mills

Notary Public, State of Florida

My Commission Exp. SEPT. 14, 2002

No. CC 755638

Notary Public

My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE



PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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	n is: Player Club Magazine, inc.		
				· · · · · · · · · · · · · · · · · · ·
2.	The name and address of the	e registered agent and office is:		
		Gary M. Mills, P.A. (Name)		
		(P.O. Box <u>not</u> acceptable)		
		Deerfield Beach, FL 33442 (City/State/Zip)	<u></u>	

Having been named as registered agent and to accept service of process for the above stated corporation 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 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.

Silgnature)

Date)