POD GEGLER & TORNESE
ATTORNEYS AT LAW
1531 SOLUTION TO

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SECRETARY OF STATE TALLAHASSEE FLORIDA

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LAWRENCE C. TORNESE

SARI LYNN REEGLER CERTIFIED FAMILY MEDIATOR

April 8, 2002

Corporate Division Secretary of State 409 East Gaynes Street Tallahassee, Florida 32399

Dear Sir or Madam:

Please find enclosed herewith the original and two copies of the Articles of Incorporation for JB'S LADY LUCK, INC. Enclosed is a check in the amount of \$78.75 for the filing fees for said Articles and for a certified copy of same. I am also enclosing an over night mail envelope for returning the certified Articles once filed. Your prompt attention to this matter is appreciated.

Very truly yours,

REEGLER & TORNESE, P.A.

JOY BURROUGHS LEAR, CLAS

Paralegal - Certified Litigation Specialist

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ARTICLES OF INCORPORATION OF JB'S LADY LUCK, INC.

SECRETARY OF STATE

02 APR -9 AM 8: 40

The undersigned, acting as the Incorporator of this Corporation, does hereby adopt the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name and initial address of this Corporation shall be:

JB'S LADY LUCK, INC. 232 McCall Road Englewood, Florida 34223

ARTICLE II - DURATION

This Corporation shall commence its existence immediately upon the filing of the Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSES

This Corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act, Chapter 607 Florida Statutes, and may engage in any activity or purpose permitted by the laws of the State of Florida.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

This Corporation shall have one initial Director. The number of Directors may be increased from time to time as permitted in the By-Laws, but shall never be less than one. The initial Director shall be: James Basilotto, 9260 Pine Cove Road, Englewood, FL 34224. James Basilotto shall hold office until the first meeting of shareholders of this Corporation or until his successor or successors are duly qualified and elected.

ARTICLE V - CAPITAL STOCK

The total numbers of shares of stock that this Corporation shall be authorized to issue is 1,000 shares of common stock, par value \$1.00 per share; said shares shall be designated as "Capital Stock." The consideration for all shares of stock which may be issued by this Corporation may be paid, in whole or in part, in cash or in other property, real or personal, tangible or intangible, or in labor or in services actually performed for this Corporation.

Shares may not be issued until the full amount of the consideration therefor has been paid. The Board of Directors of this Corporation shall fix a just valuation for any property or services paid as consideration for the issuance of any shares of stock.

ARTICLE VI - BY-LAWS

The power to adopt, amend, alter, rescind or repeal the By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VII - POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, Chapter 607 Florida Statutes, or as otherwise permitted by law.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law. The private and/or personal property of the Director or directors, or that of any shareholder of this Corporation, shall not be subject to payment of the debts of this Corporation.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind or repeal any provision contained in these Articles of Incorporation, any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The principal office of this Corporation shall be at 232 McCall Road, Englewood, FL 34223, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial Registered Agent of this Corporation shall be Sari Lynn Reegler, REEGLER & TORNESE, PA, 1521 S. Tamiami Trail, Suite 304, Venice, Florida 34292.

ARTICLE XI - INCORPORATOR

The name and address of the Incorporator of this Corporation is Sari Lynn Reegler, REEGLER & TORNESE, P.A., 1521 S. Tamiami Trail, Venice, Florida 34292.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this _______day of April, 2002.

STATE OF FLORIDA COUNTY OF SARASOTA

Sworn to or affirmed and signed before me on _______by SARI LYNN REEGLER.

_______ Personally known
______ Produced identification
Type of identification produced

NOTARY PUBLIC-STATE OF FLORIDA

Print, type or stamp commissioned name of notary



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned TALLAHASSEE FLORIDA corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered Agent/Registered Office, in the State of Florida.

- 1. The name of the corporation is JB's Lady Luck, Inc.
- 2. The name and address of the Registered Agent and Office is:

Sari Lynn Reegler Reegler & Tornese, P.A. 1521 S. Tamiami Trail Suite 304 Venice, Florida 34292

AUTHORIZED BY

Sari Lynn Reegler

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES

Registered Agent

4-8-02

(Date)