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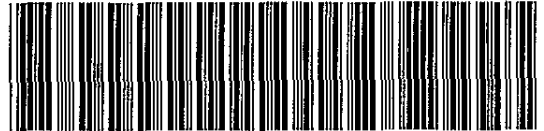
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Pinnacle Amusements South, Inc.

Signature _____

Requested by:

SP 1/24/05 10:00
Name Date Time

Walk-In

Will Pick Up

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PINNACLE AMUSEMENTS SOUTH, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to conduct business in the State of Florida, hereby proceeds to form a corporation in accordance with the laws of the State of Florida, and hereby adopts the following Articles of Incorporation for such corporation.

**ARTICLE I.
NAME**

The name of this corporation is PINNACLE AMUSEMENTS SOUTH, INC.

**ARTICLE II.
PURPOSE AND NATURE OF BUSINESS**

The purpose of the Corporation and the nature of its business shall be as follows:

To generally engage in and carry on any business incidental thereto; to do any and all other things and to exercise any and all other powers for said corporation by authority and by law, does or exercises; to construct, lease, purchase or otherwise acquire real estate and personal property of any nature, or any interest therein, without limit as to amount or value, reasonably necessary or convenient for effecting or furthering any or all of the purposes and powers, to do any and all things and exercise any and all powers necessary, convenient or advisable to accomplish one or more of the purposes of the Corporation, or which shall at any time appear to be for the benefit of the Corporation in connection therewith, which may now or hereafter be lawful for the Corporation to do or exercise under and in pursuance of the laws of the State of Florida.

**ARTICLE III.
CAPITAL STOCK**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$1.00 par value. Such shares shall be of a single class of common stock.

**ARTICLE IV.
DURATION**

The corporation shall have perpetual existence.

ARTICLE V.
ADDRESS AND REGISTERED AGENT

The street address of the principal and initial registered office of the Corporation is 111 Second Avenue N.E. Suite 1404, St. Petersburg, Florida 33701, and the name of its initial registered agent is PAMELA A.M. CAMPBELL. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the name of the Registered Agent.

ARTICLE VI.
DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as member of the initial Board of Directors is as follows:

A. BRENT FISHER - President/Treasurer
of
PINNACLE AMUSEMENTS SOUTH, INC.

SUZANNE G. FISHER - Vice President/Secretary
of
PINNACLE AMUSEMENTS SOUTH, INC.

ARTICLE VII.
SUBSCRIBERS

The name and address of the subscriber, who is the incorporator of this Corporation, is as follows: A. BRENT FISHER, 2401 Pinellas Point Drive South, St. Petersburg, Florida 33712.

ARTICLE VIII.
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 21st day of January, 2005.


A. BRENT FISHER, President

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, personally appeared A. BRENT FISHER, who is (4)
personally known to me or () who produced _____ as
identification, and who executed the foregoing, and acknowledged to and before
me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 21st day of January, 2005,
in the aforesaid County and State.



Notary Public

Print Name:

Commission No.:

My Commission Expires:



Acknowledgment of Registered Agent

Having been named to accept service of process for the above _____
corporation, at place designated in the Articles, I hereby accept to act in
capacity, and agree to comply with the provision of said Act relative to keeping
open said office.

By: 

PAMELA A.M. CAMPBELL

Registered Agent

111 2nd Avenue Northeast, Ste. 1404

St. Petersburg, FL 33701

(727) 894-7000

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