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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : NG SERVICES, LLC  
Account Number : T20040000164  
Phone : (407) 691-5600  
Fax Number : (407) 691-5620

**FLORIDA PROFIT CORPORATION OR P.A.**

**Gaming Management Enterprises, Inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

GAMING MANAGEMENT ENTERPRISES, INC.

ARTICLE I - NAME

The name of this corporation is GAMING MANAGEMENT ENTERPRISES, INC..

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 875 Concourse Parkway South, Suite 150, Maitland, Florida 32751.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 875 Concourse Parkway South, Suite 150, Maitland, Florida 32751 and the initial registered agent of this corporation at that address is Thomas R. Burns, Esq.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Thomas R. Burns

875 Concourse Parkway South  
Suite 150  
Maitland, Florida 32751

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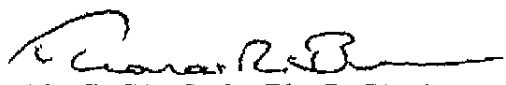
**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The name and street address of the initial members of this corporation's initial Board of Directors is as follows:

Alan H. Ginsburg

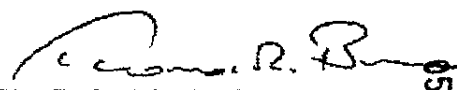
875 Concourse Parkway South  
Suite 150  
Maitland, Florida 32751

*25<sup>th</sup>* IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this  
day of *January*, 2005

By:   
Thomas R. Burns, Esq.  
Corporate Counsel

DATED as of this *25<sup>th</sup>* day of *January*, 2005.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

By:   
Thomas R. Burns, Esq.  
Corporate Counsel

Dated this *25<sup>th</sup>* day of *January*, 2005.

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