

**Electronic Articles of Incorporation
For**

P06000149722
FILED
December 04, 2006
Sec. Of State
jshivers

PHOENIX GAMING AND ENTERTAINMENT CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHOENIX GAMING AND ENTERTAINMENT CORP.

Article II

The principal place of business address:

18001 OLD CUTLER ROAD
SUITE 556
MIAMI, FL. 33157

The mailing address of the corporation is:

18001 OLD CUTLER ROAD
SUITE 556
MIAMI, FL. 33157

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

LUIS R FIGUEREDO
18001 OLD CUTLER ROAD
SUITE 556
MIAMI, FL. 33157

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LUIS R. FIGUEREDO

Article VI

The name and address of the incorporator is:

LUIS R. FIGUEREDO
18001 OLD CUTLER ROAD
SUITE 556
MIAMI, FLORIDA 33157

Incorporator Signature: LUIS R. FIGUEREDO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LUIS R FIGUEREDO
18001 OLD CUTLER ROAD, SUITE 556
MIAMI, FL. 33157