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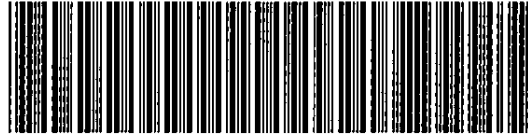
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TALLAHASSEE, FLORIDA

J. G. Smith JUL 18 2011

DAVID K. OAKS, P.A.
Attorney at Law

DAVID K. OAKS

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JACKIE M. SMITH

Florida Registered Paralegal
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July 14, 2011

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

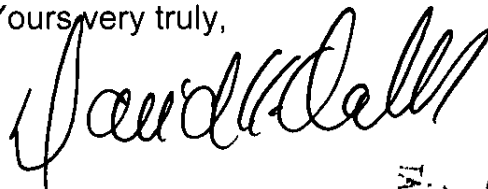
RE: ALL AMERICAN POKER LEAGUE, INC.
Articles of Incorporation

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for ALL AMERICAN POKER LEAGUE, Inc. Our check in the amount of \$78.75 for the filing fee is enclosed.

Please return a stamped copy of the articles to our office. Thank you for your attention to this matter.

Yours very truly,



David K. Oaks

DKO:js
Encl.
cc: client

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALL AMERICAN POKER LEAGUE, INC.

I, the undersigned, LEONARD J. RIFKIN, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

1. NAME. The name of the corporation shall be ALL AMERICAN POKER LEAGUE, INC. a Florida corporation.

2. PURPOSE. The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

3. GENERAL POWERS. The Association shall have the following powers:

a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purposes contained in Article II above.

b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with

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real or personal property or any interest therein, wherever situated.

c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all or any of its property and income.

g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

4. TERM. This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

5. OFFICE. The principal office and mailing address of the corporation is 4081 Yucatan Circle, Port Charlotte, FL 33948.

6. MANAGEMENT. This corporation shall have nine directors, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Vice-President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

7. DIRECTORS. The names and addresses of the first Board of Directors of this corporation follows:

LEONARD J. RIFKIN
4081 Yucatan Circle
Port Charlotte, FL 33948

BILL WRIGHT
4275 Library Street
Port Charlotte, FL 33948

GRANT COLE
700 Columbia Street
Port Charlotte, FL 33948

JOHN REED
725 Porpoise Road
Venice, FL 34293

MARIE LaROSA
14710 Lillian Circle
Port Charlotte, FL 33981

WILLIAM MORAN
14710 Lillian Circle
Port Charlotte, FL 33981

RALPH PIAZZA, JR.
2368 Nantucket Terrace
North Port, FL 34286-5077

TIM PERREAU
3791 Lundale Avenue
North Port, FL 34286

SCOTT SWEET
155 Sundiet Street
Port Charlotte, FL 33954

This Board of Directors shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

7. OFFICERS.

a) The names and addresses of the first Officers of this corporation are as follows:

President	LEONARD J. RIFKIN 4081 Yacatan Circle Port Charlotte, FL 33948
Secretary / Treasurer	BILL WRIGHT 4275 Library Street Port Charlotte, FL 33948

These officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

8. STOCK. Said corporation is hereby authorized to have outstanding at any time, a maximum of one hundred (100) shares of common stock with \$1.00 par value; no other class or type of stock to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.

9. SHAREHOLDERS. The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, follows:

LEONARD J. RIFKIN and SHARON RIFKIN 2 shares
4081 Yucatan Circle
Port Charlotte, FL 33948

BILL WRIGHT and JOANN WRIGHT 2 shares
4275 Library Street
Port Charlotte, FL 33948

GRANT COLE and CANDACE COLE 2 shares
700 Columbia Street
Port Charlotte, FL 33948

JOHN REED and MELISSA REED 2 shares
725 Porpoise Road
Venice, FL 34293

MARIE LaROSA 1 share
14710 Lillian Circle
Port Charlotte, FL 33981

WILLIAM MORAN 1 share
14710 Lillian Circle
Port Charlotte, FL 33981

RALPH PIAZZA, JR. 2 shares

2368 Nantucket Terrace
North Port, FL 34286-5077

TIM PERREAULT and PAT PERRAULT 2 shares
3791 Lundale Avenue
North Port, FL 34286

SCOTT SWEET and TERESA SWEET 2 shares
155 Sundiet Street
Port Charlotte, FL 33954

10. RESIDENT AGENT. The name and address of the resident agent of the corporation is:

DAVID K. OAKS, ESQ.
DAVID K. OAKS, P.A.
407 East Marion Avenue, Suite 101
Punta Gorda, FL 33950

11. BY-LAWS. The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, said parties and subscribers have hereunto set their hands and seals this 14th day of July, 2011.

SIGNED AND SEALED
IN THE PRESENCE OF:

Brittney Seymar

Brittney Seymar

LEONARD J. RIFKIN
LEONARD J. RIFKIN
4081 Yucatan Circle
Port Charlotte, FL 33948

DAVID K. OAKS, P.A.
407 EAST MARION AVE.
SUITE 101
PUNTA GORDA, FL 33950
(941) 639-7627
FAX (941) 575-0242

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared **LEONARD J. RIFKIN**, incorporator of **ALL AMERICAN POKER LEAGUE, INC.** who, after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 14th day of July, 2011.

My Commission Expires:



Brittney Seymour
Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance with said
Act:

First, That ALL AMERICAN POKER LEAGUE, INC., organized under the laws of
the State of Florida as a not-for-profit corporation, with its principal office as indicated in
the Articles of Incorporation at 4081 Yucatan Circle, Port Charlotte, County of Charlotte,
State of Florida, 33948 has named DAVID K. OAKS, ESQ. of 407 East Marion Avenue,
Suite 101, Punta Gorda, County of Charlotte, State of Florida 33950 as its agent to accept
service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provisions of said act relative to keeping open said office.

By David K. Oaks
DAVID K. OAKS, ESQ.
Registered Agent

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