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Email Address: Todd@suttoninc.com

FLORIDA PROFIT/NON PROFIT CORPORATION

Sutton Gaming, Inc.

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Help

ARTICLES OF INCORPORATION
OF
SUTTON GAMING, INC.

Todd Sutton, the undersigned incorporator, hereby makes, subscribes and acknowledges and files with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be: SUTTON GAMING, INC.

ARTICLE II

DURATION

The duration of this corporation is perpetual.

ARTICLE III

PURPOSE

The general nature of the business or businesses to be conducted by this corporation, together with, and in addition to those powers conferred by the laws of the State of Florida upon

corporations organized under and by virtue of the laws of Florida, shall be as follows:

1. To own and/or operate any lawful business.
2. To buy, sell, option, deal in, lease, hold or offer for retail, services and the fixtures and

personal property incident thereto and connected therewith, and with that end in view, to acquire by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the property of the corporation, and to sell, lease, mortgage, rent, pledge, or otherwise dispose of the lands, tenements, hereditaments or other property of the corporation.

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3. To buy, sell, discount and rediscount notes, drafts, bills of exchange, stocks, bonds, securities and choices of action of all kinds, both as principal and as agent; to also buy and sell liens on real and personal property, and to lend money and accept as security therefore liens or pledges of real and personal property; to also act as agent or trustee of persons and corporations in any and all other matters which can be solicited, negotiated, operated and carried on by an agent.

4. To borrow money and contract debts necessary for the transaction of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporators; to issue bonds, promissory notes, bills of exchange, debentures or other obligations and evidences of indebtedness payable at a specific time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge or other otherwise or unsecured, for money borrowed or in payment of property purchased or acquired or any other lawful objects.

5. To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and licenses or other rights or interests therein and thereunder and to manufacture, sell and distribute at

wholesale or retail all such articles covered by any such patents, copyrights or trademarks.

6. To apply and qualify to carry on the general nature of business or businesses as

authorized by this corporate charter and/or any amendments thereto in any state of the United States

States of America.

7. To do all and everything necessary and proper for the accomplishment of the objects

enumerated in its Articles of Incorporation, or any amendment thereof, or necessary or incidental

to the protection or benefit of the corporation; and in addition to the specific powers herein

enumerated, have any and all rights, powers and privileges which are, can be or may be granted

to corporations incorporated under the laws of the State of Florida; and in that connection to

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carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth in the Articles of Incorporation or any amendment thereof.

ARTICLE IV

CAPITAL STOCK

The capital stock of the corporation shall be divided into 1000 shares of common stock, and each share shall entitle the holder thereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property or in labor or services, at the valuation to be fixed by the incorporator or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is: 101 E. Kennedy Blvd., Suite 2800, Tampa, Florida 33602, the name of the initial Registered Agent of the corporation and address is Andrew J. Mayts, Jr., Esq., Shumaker, Loop & Kendrick, LLP, 101 E. Kennedy Blvd., Suite 2800, Tampa, Florida 33602.

ARTICLE VI

DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall be never less than one (1). The name and address of the initial director of this corporation is:

Todd Sutton

A quorum for the transaction of business shall be a majority of the directors qualified and acting.

and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. The directors may make or amend the By-Laws; the meeting of directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a director.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is: Todd Sutton, 9005 Robert Avenue, P
Richey, Florida 34668.

ARTICLE VIII

EFFECTIVE DATE

The effective date of this corporation shall be upon filing with Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and

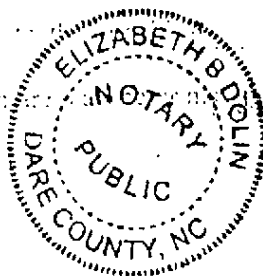
filed the foregoing Articles of Incorporation under the existing laws of the State of Florida.

Todd Sutton
Todd Sutton, Incorporator

STATE OF North Carolina
COUNTY OF Dare

STATE OF
COUNTY

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 14 day of Sept, 2022, by Anthony Todd Sutton, who ☐ is personally known to me or ☒ did produce his/her 2602334 Driver's License as identification or ☐ did produce as identification.



Elizabeth B. Delin
Print name: Elizabeth B. Delin
Notary Public, State of North Carolina at Large
My Commission expires Jan 25th, 2025
Comm. No.: ---

By: Elizabeth B. Delin

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ARTICLES OF INCORPORATION

OF

SUTTON GAMING, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Andrew J. Mayts, Jr.

STATE OF
COUNTY OF

Florida
Hillsborough

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 12th day of Sept, 2022, by Andrew J. Mayts, Jr., who ☒ is personally known to me or ☐ did produce his/her Driver's License as identification or ☐ did produce _____ as identification.

Brandice Gasaway

Print name: Brandice Gasaway
Notary Public, State of Florida at large
My Commission expires: 3/20/2023
Comm. No. _____

or ☐ did produce his/her Driver's License as identification or ☐ did produce _____ as identification.

By: [Signature]

3/20/2023