

JOHN L. KORTHALS
Attorney at Law

1401 East Atlantic Blvd.
Pompano Beach, FL 33060

(305) 783-2999
FAX (305) 783-9812

P95000000363

December 22, 1994

Secretary of State
Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: MODERN GAMES, INC.

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Registered Agent for MODERN GAMES, INC., together with our Cost Account Check No. 1988 in the amount of \$122.50, to cover the cost of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
	\$122.50

Please return the Certified Copy to this office at your earliest possible convenience. Thank you for your cooperation.

Very truly yours,


JOHN L. KORTHALS

JLK/msb
Enclosures

FILED
94 DEC 30 AM 10:11
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MODERN GAMES, INC.

Article 1 - Name

The name of this corporation is MODERN GAMES, INC.

Article 2 - Duration

This corporation shall exist perpetually.

Article 3 - Purpose

This corporation is organized to do any and all business permitted under the laws of the State of Florida.

Article 4 - Capital Stock

This corporation is authorized to issue One Thousand (1000) shares of One (\$1.00) Dollar par value common stock.

Article 5 - Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 3000 Northeast 30th Place, #309, Fort Lauderdale, Florida 33306. The initial Registered Agent of this corporation is HUGH DUNCAN, whose street address is 3000 Northeast 30th Place, #309, Fort Lauderdale, Florida 33306.

Article 6 - Initial Board of Directors

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

HUGH DUNCAN
3000 Northeast 30th Place, #309
Fort Lauderdale, Florida 33306

Article 7 - Incorporator

The name and address of the person signing these articles is:

HUGH DUNCAN
3000 Northeast 30th Place, #309
Fort Lauderdale, Florida 33306

Article 8 - Voting Rights

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

Article 9 - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

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TALLAHASSEE, FLORIDA

Article 10 - Calling of Special Meetings

Special meetings of the shareholders may be called in any manner provided by law or the by-laws.

Article 11 - Shareholder Quorum and Voting

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Article 12 - Powers

The corporation shall have all the powers enumerated in the Florida General Corporation Act.

Article 13 - Director Quorum and Voting

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors.

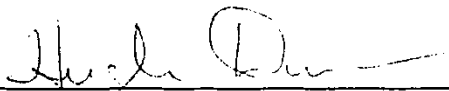
Article 14 - Action by Directors Without a Meeting

The Directors of this corporation may take action by written consent, without a meeting, as provided by law.

Article 15 - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of December, 1994.

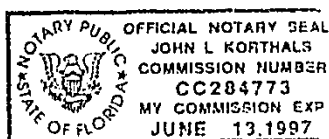


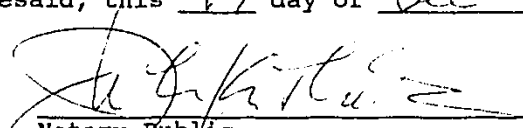
HUGH DUNCAN

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared HUGH DUNCAN, known to and by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this 19 day of Dec, 1994.





Notary Public
My Commission Expires:

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


The following is submitted pursuant to Chapters 48.091(1)
and 607.034 of the Florida Statutes:

MODERN GAMES, INC., desiring to organize under the laws
of the State of Florida, being in the County of Broward, at 3000
Northeast 30th Plaace, #309, Fort Lauderdale, Florida 33306, has
named HUGH DUNCAN located at that same address, as its initial
registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation, at the initial registered office of the
Corporation in this State, I hereby accept to act in this capacity
and agree to comply with the provisions of said statute relative to
keeping the registered office of the corporation open from 10:00
A.M. to noon each day, except Saturdays, Sundays and legal
holidays, and to post therein a sign designating the name of the
corporation and the name of its registered agent.

DATED this 19 day of December, 1994.


HUGH DUNCAN

FILED
11/10/11
ALL FLORIDA
COUNTY CLERK

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 9, 1995.
AMOUNT DUE ON OR BEFORE 8/9/95: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375)

PROFIT
CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Morgan
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

95 OCT -2 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000000363 (8)

1. Corporation Name

MODERN GAMES, INC.

Principal Place of Business

3000 N.E. 30TH PLACE
#309
FT. LAUDERDALE FL 33306

Mailing Address

3000 N.E. 30TH PLACE
#309
FT. LAUDERDALE FL 33306

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 12/30/1994	3a. Date of Last Report
4. FEI Number 65-0554947	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. This corporation is a corporation of the United States <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21. State, Apt. #, etc.	26. State, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country
25. Zip	30. Country

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
DUNCAN, HUGH 3000 N.E. 30TH PLACE #309 FT. LAUDERDALE FL 33306	81. Name 82. Street Address (P.O. Box Number is Not Acceptable) 83. 84. City FL 85. Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE: *Hugh Duncan* *Hugh Duncan President* 9-29-95
Signature typed or printed name of registered agent and title of appointment (NOTE: Registered Agent signature must be when reappointing)

12. OFFICERS AND DIRECTORS	13. ADDITIONAL OFFICERS, DIRECTORS, AND REGISTERED AGENTS
TITLE NAME STREET ADDRESS CITY-STATE-ZIP D DUNCAN, HUGH 3000 N.E. 30TH PLACE #309 FT. LAUDERDALE FL 33306	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-STATE-ZIP 7000001615607 10/20/95-01014-007 ****375.00 ****375.00
TITLE NAME STREET ADDRESS CITY-STATE-ZIP	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-STATE-ZIP
TITLE NAME STREET ADDRESS CITY-STATE-ZIP	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS
TITLE NAME STREET ADDRESS CITY-STATE-ZIP	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-STATE-ZIP
TITLE NAME STREET ADDRESS CITY-STATE-ZIP	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-STATE-ZIP
TITLE NAME STREET ADDRESS CITY-STATE-ZIP	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-STATE-ZIP

REINSTATEMENT

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 19.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if checked or on an attachment with an address.

SIGNATURE: *Hugh Duncan*
Signature typed or printed name of signing officer or director

6-1-55 305-537-7766

CR2E034 (3/95)

P95000000363

**MASSA &
STULTS**

The Litigation Building
633 S. Andrews Avenue • Third Floor
Ft. Lauderdale, Florida 33301

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*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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97 JAN 30 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is MODERN GAMES, INC.

1a. Date of incorporation 12/30/94 Document # P95000000363

2. The name and address of the current registered agent and office:

HUGH DUNCAN, Registered Agent, 3000 Northeast Place, #309, Fort Lauderdale, Florida 33306.

3. The name and address of the new registered agent and office:

JERRY TAYLOR, 2717 E. Oakland Park Blvd. Suite 102, Fort Lauderdale, Florida

The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Signature: _____

HUGH DUNCAN, President

Date: October 10-1, 1996.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

JERRY TAYLOR, Registered Agent

Date: October 10-1, 1996.

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97 JAN 30 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9500000363

MASSA & STULTS
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

Tamela J. Stults, P.A.
Philip J. Massa, P.A.*
*Also admitted in Colorado

The Litigation Building
633 South Andrews Avenue, Third Floor
Fort Lauderdale, Florida 33301

Telephone (954) 525-1700
Telefax (954) 763-6292
West Palm Beach (561) 820-9090

August 10, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 33314

700002274497--6
-08/22/97--01049--005
*****35.00 *****35.00

RE: Dissolution of MCDERN GAMES, INC.

Dear Madam or Sir:

Enclosed herein please find Articles of Dissolution for the above referenced for profit corporation together with a check in the amount of \$35.00 for the filing fee.

Thank you for your cooperation.

Very truly yours,

TAMELA J. STULTS, ESQUIRE

TS/gw
enclosures

FILED
97 AUG 22 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JPW
8/28

Vol. DISS.

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is MODERN GAMES, INC., formally located at 2717 East Oakland Park Blvd. Suite 102, Fort Lauderdale, Florida 33306.

SECOND: The date dissolution was authorized: AUGUST 1, 1997.

THIRD: Adoption of Dissolution:

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 11th day of August, 1997.

Signature: _____

JERRY TAYLOR, PRESIDENT

FILED
97 AUG 22 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA