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JOSEPH L. BOLES, JR.

Attorney at Law

120 Charlotte Street St. Augustine, Florida 32084 Voice: (904) 824-4278 Telefax: (904) 826-0937

December 28, 1994

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32031

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RE: The St. Augustine Riverboat Company, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our Trust Account check in the amount of \$70.00, representing payment of the following:

Filing Fees \$35.00 Registered Agent Fee \$35.00

Please file the enclosed Articles of Incorporation and return a copy to the undersigned in the enclosed envelope.

Thank you for your courtesies in this matter.

Sincerely,

Kristi Robertson

Assistant to Mr. Boles

/kwr enclosures

ARTICLES OF INCOPPORATION OF THE ST. AUGUSTINE RIVERBOAT COMPANY, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is THE ST. AUGUSTINE RIVERBOAT COMPANY, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1111 Avenida Menendez, Room E, St. Augustine, Florida 32084.

ARTICLE III - CAPITAL STOCK

The initial number of shares which this corporation is authorized to have outstanding at any time is 600 shares of common stock having par value of (\$1.00) per share.

The Corporation shall have a perpetual existence.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 120 Charlotte Street, St. Augustine, Florida 32084, and the initial registered agent of the Corporation at such shall be JOSEPH L. BOLFS, JR., who upon accepting this designation agrees to comply with the provisions of Section 48.091. Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE V - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

NAME

ADDRESS

DENNIS DEAN

18 Cordova Street St. Augustine, Florida 32084 JEANETTE DEAN

18 Cordova Street St. Augustine, Florida 32084

The undersigned have executed these Articles of Incorporation this 27th day of December , 1994.

DENNIS DEAN
TITLE: President

JEANETTE DEAN TITLE: Vice President

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.05-1, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is:
- 2. The name and address of the registered agent and office is:

JOSEPH L. BOLES, JR., ESQUIRE 120 Charlotte Street St. Augustine, Florida 32084

DENNIS DEAN

TITLE: President

DATE DATE

27,1994

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE ST. AUGUSTINE RIVERBOAT COMPANY, INC., at the place designated in the Articles of Incorporation, JOSEPH L. BOLES, JR. agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: December 27,1971

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Joseph L. Roles, Jr

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PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM **APPLICATION** FLORIDA DEPARTMENT OF STATE Sandra B. Mortham **FOR** FILED Cecretary of State REINSTATEMENT DIVISION OF CORPORATIONS 96 DEC -9 AM 9: 56 **DOCUMENT #** P95000001290 SECRETARY OF STATE TALLAHASSEE FLORIDA 1. Corporation Name THE ST. AUGUSTINE RIVERBOAT COMPANY, INC. Principal Place of Business Mailing Address 4111.AVENDA MENENBEZ ROOM & 1411 AVENDA MENENBER ROOM 6. ST AUGUSTINE FL 32004 ST AUGUSTINE FL 32004 REINSTATEM If above addresses are incorrect in any way, line through incorrect information and enter correction below 2. New Principal Office Address, If Applicable 3. New Malling Office Address, If Applicable

S A MLC 4. Date incorporated or Qualified To Do Pusiness in Florida ORDOYA 01/04/1985 5. FEI Number Applied For City & State 9-3292842 Not Applicable Country CERTIFICATE OF STATUS DESIRED 7. Names and Street Addresses of Each Officer and/or Director. (Florida nonprofit corporations must fist at least 3 directors) Name of Officers Street Address of Each Title(s) Officer and/or Director
(Do NOT Use Post Office Box Numbers) and/or Directors City / State / Zip 000002024580-- -12/10/96--01072--018 ****375.00 ****375.00 / 8. Name and Address of Current Registered Agent 9. Name and Address of New Resi BOLES, JOSEPH L JR 120 CHARLOTTE ST Street Address (P.C. Box Number is Not Acceptable) ST AUGUSTINE FL 32084 Suite, Apt. #, Etc. State | Zip Code 10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S. Signature of Registered Agent REGISTERED AGENT MUST SIGN 11. Does this corporation pay any intensible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. (See other side for Informatic = on intangible tax.) No 12. I contify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119 07(3)(f), F.S. The information indicated on this application is true and accurate, and my aignature shall have the same legal effect as if made under oath.