

P95000019276

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

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1. TeleGames, Inc.
(Corporation Name) (Document #)
2. P95000019276
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input 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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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TeleGames, Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

TeleGames, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2300 S.E. Ocean Blvd.
A4 - 124
Stuart, Florida 34996

ARTICLE III CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is:

One Hundred Shares (100) of Common stock
having \$1.00 par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The Name and address of the initial registered agent is:

Thomas H. Fullman Ph.D.
A4-124
2300 S.E. Ocean Blvd.
Stuart, Florida 34996

ARTICLE V INCORPORATORS

The Names and street address of the incorporators to these Articles of Incorporation are:

Michael Romano
A4-124
2300 S.E. Ocean Blvd.
Stuart, Fl. 34996

Thomas H. Fullman Ph.D.
A4-124
2300 S.E. Ocean Blvd.
Stuart, Fl. 34996

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TALLAHASSEE, FLORIDA

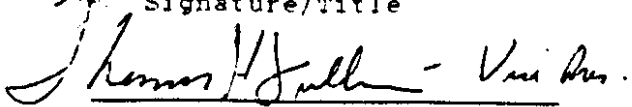
The purpose of this corporation will be to conduct any lawful business under the laws of the State of Florida.

There will be no personal liability for any and all actions of the corporation or it's employees for the shareholders or directors.

There will be no more than ten nor less than two members of the Board of Directors at any one time.

The undersigned have executed these Articles of Incorporation
this 1ST day of March, 1995.


Signature/Title

 - Vice Pres.
Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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95 MAR -9 12 01
SECRET
TALLAHASSEE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: TeleGames, Inc.

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

THOMAS H. Fullman Ph.D.
(NAME)

2300 S.E. Ocean Blvd. A4-124
(P.O. BOX NOT ACCEPTABLE)

STUART, Florida 34996
(CITY/STATE/ZIP)

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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Thomas H. Fullman Ph.D.
DATE 3-1-95

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

3/27/95

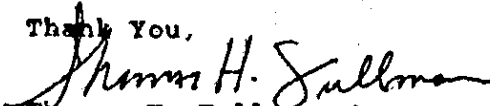
Dear Corporate Specialist,

I am notifying the change of address the new corporation TELEGAMES
filed on March 9, 1995. The assigned document number is
P95000019276.

The Principal Office and mailing address of this TELEGAMES shall
now be:

3364 Sugarhill Ave.
Jensen Beach, Florida 34957

Thank You,


Thomas H. Fullman Ph.D.
Vice-President
TeleGames

mpl

5-2-95