

P96000003793

1201 HAYS STREET  
LAHAY, FL 33131  
904-222-0011 FAX

800-443-8000

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96 JAN 11 PM 12:14  
DIVISION OF CORPORATION

**CSC networks**  
PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 799374 4336650

AUTHORIZATION :

COST LIMIT : \$

122,500 Patricia P. Pitt

ORDER DATE : January 11, 1996

ORDER TIME : 11:17 AM

700001587087

ORDER NO. : 799374

CUSTOMER NO: 4336650

CUSTOMER: Eugene Rostov, Esq  
BAKER & MCKENZIE

Suite 1600  
701 Brickell Avenue  
Miami, FL 33131

DOMESTIC FILING

NAME: BINGO ENTERPRISES INC.

X ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

SAB  
1/11/96

FILED  
96 JAN 11 PM 3:29  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
OF  
BINGO ENTERPRISES INC.**

FILED  
06 JAN 11 PM 3:29  
CLERK OF DISTRICT COURT  
JAN 11 2006

**ARTICLE I**

**NAME**

The name of this Corporation is **BINGO ENTERPRISES INC.**

**ARTICLE II**

**MAILING ADDRESS OF THE CORPORATION**

The mailing address of this Corporation is 452 Ridgewood Road, Key Biscayne, FL 33149.

**ARTICLE III**

**CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$0.01 par value common stock, which shall be designated "Common Shares."

**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 452 Ridgewood Road, Key Biscayne, FL 33149 and the name of the initial registered agent of this Corporation at that address is Roberto Kasinsky.

**ARTICLE V**

**DIRECTOR QUORUM AND VOTING**

No less than 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

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voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and address of the initial directors of this corporation are:

Roberto Kasinsky

2223 N.W. 79 Avenue  
Miami, Florida 33122-1618

#### ARTICLE VI

##### NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

#### ARTICLE VII

##### VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

#### ARTICLE VIII

##### AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

ARTICLE X

INCORPORATOR

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

Roberto Kasinsky  
2223 N.W. 79 Avenue  
Miami, Florida 33122-1618

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 02 day of January 1996.

A handwritten signature in black ink, appearing to be 'Roberto Kasinsky', written over a horizontal line.

Roberto Kasinsky

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**


**W I T N E S S E T H**

That Bingo Enterprises Inc., desiring to organize under the laws of the State of Florida, has named Roberto Kaslinsky 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 the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 02 day of January, 1996.

  
\_\_\_\_\_  
Registered Agent

77091

FILED  
06 JAN 11 PM 3:20  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
MIAMI, FLORIDA