

P96000018581

Law Offices
Austin A. Frye
2627 N.E. 203rd Street
Suite 115
North Miami Beach, Florida 33180

February 13, 1996

VIA FEDERAL EXPRESS

700001714977
-02/14/96--01078--005
****122.50 ****122.50

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: CASINO ONLINE, Inc.

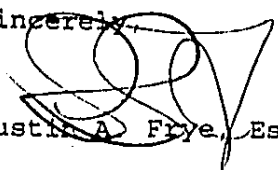
I have enclosed an original copy of the Articles of Incorporation for CASINO ONLINE, Inc. and a check in the amount of \$122.50 payable to the Florida Division of Corporation.

Please send a certified copy of the Articles of Incorporation to:

Austin A. Frye, Esq.
2627 N.E. 203rd Street
Suite 115
N. Miami Beach, FL 33180
(305) 931-3200

Thank you for your cooperation with this matter.

Sincerely,


Austin A. Frye, Esq.

AAF/ra

Enclosure

RECEIVED
DIVISION OF CORPORATIONS
FEB 14 1996

789-612-671
w96-3685

gj 2/29/96

Law Offices
Austin A. Frye
2627 N.E. 203rd Street
Suite 115
North Miami Beach, Florida 33180

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 AM 10:06

February 22, 1996

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: CASINO ONLINE, Inc.
REF #: W96000003685

As per your letter number 896A00007081, dated February 19, 1996, I have enclosed a corrected original copy of the Articles of Incorporation for CASINO ONLINE, Inc.

Please send a certified copy of the Articles of Incorporation to:

Austin A. Frye, Esq.
2627 N.E. 203rd Street
Suite 115
N. Miami Beach, FL 33180
(305) 931-3200

Thank you for your cooperation with this matter.

Sincerely,


Austin A. Frye, Esq.

AAF/ra

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
96 FEB 29 AM 10:06

February 19, 1996

AUSTIN A. FRYE, ESQUIRE
2627 N.E. 203RD STREET
SUITE 115
NORTH MIAMI BEACH, FL 33180

SUBJECT: CASINO ONLINE, INC.
Ref. Number: W96000003685

We have received your document for CASINO ONLINE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 896A00007081

ARTICLES OF INCORPORATION

OF

CASINO ONLINE, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 FEB 29 AM 10:05

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with the Florida Business Corporation Act.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

CASINO ONLINE, Inc.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One

Dollar (\$1.00) per share.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the State of Florida shall be:

YANNICK TESSIER
1876 North University Drive, Suite 200
Plantation, FL 33322

The principal address is the same.

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his street address is:

YANNICK TESSIER
825 S.W. 2nd Court
Ft. Lauderdale, FL 33312

The Initial Director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

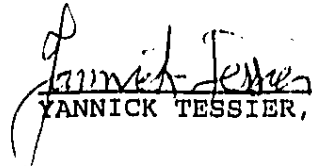
ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is:

YANNICK TESSIER
1876 North University Drive, Suite 200
Plantation, FL 33322

IN WITNESS WHEREOF, the undersigned, as Incorporator, has
executed the foregoing Articles of Incorporation this 26th day of
February, 1996.


YANNICK TESSIER, Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared YANNICK
TESSIER, to me known to be the person described as Incorporator and
who executed the foregoing Articles of Incorporation, and
acknowledged before me that he subscribed to these Articles of
Incorporation.

WITNESS my hand and official seal at North Miami Beach, Dade
County, Florida this 26th day of FEBRUARY, 1996,



NOTARY PUBLIC
State of Florida at Large

My Commission Expires: 11-17-97



AUSTIN A FRYE
My Commission CO331198
Expires Nov. 17, 1997
Bonded by HAI
800-422-1886

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

Pursuant to Sections 48.091 and 607.0501, Florida Statutes,
the following is submitted in compliance with said Sections:

That CASINO ONLINE, INC., desiring to organize under the laws
of the State of Florida, has named YANNICK TESSIER, located at 1876
North University Drive, Suite 200, Plantation, FL 33322, County of
Broward, State of Florida, as its agents to accept service of
process within the state.

ACKNOWLEDGEMENT

Having been named as registered agent 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
agree to comply with the provisions of said Act relative to keeping
open said office.


YANNICK TESSIER

Date: 2/26/96

FILED
SECRETARY OF STATE
RECORDS & COMMUNICATIONS
96 FEB 23 11:10:05