networks PRESENTE MAIL AND ACCOUNT NO. : 072100000032 REFERENCE: 962381 4326284 AUTHORIZATION : ORDER DATE : May 22, 1996 ORDER TIME : 9:21 AM ORDER NO. : 962381 CUSTOMER NO: 4326284 CUSTOMER: Pattie M. Callahan, Legal Asst LOWNDES, DROSDICK, DOSTER, KANTOR & REED 500001384566 215 N. Eola Drive Orlando, FL 32801 DOMESTIC FILING NAME: BOYD SOUTHWEST CORP. EFFECTIVE DATE: XXX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XXX CERTIFIED COPY

CONTACT PERSON: Harry B. Davis

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF COMPORATIONS
96 MAY 22 PM 2: 13

OI:

BOYD SOUTHWEST CORP.

ARTICLE I - NAME

The name of this corporation is BOYD SOUTHWEST CORP.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 7380 Sand Lake Road, Suite 504, Orlando, Florida 32819.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7380 Sand Lake Road, Suite 504, Orlando, Florida 32819 and the name of the initial registered agent of this corporation at that address is Scott T. Boyd.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Scott T. Boyd

7380 Sand Lake Road, Suite 504 Orlando, Florida 32819

ARTICLE VI - INCORFORATOR

FILEO SECRETARY OF STATE DIVISION OF CORPORATIONS

• The name and address of the person signing these Articles are as follows:

Cleatous J. Simmons

215 North Eola Delve Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of May, 1996.

Cleatous J. Simmons, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of BOYD SOUTHWEST, CORP.

Scott T. Boyd

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of BOYD SOU[THWEST,| CORP.

Cleatous J. Simmons