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FILED

96 JUL 15 AM 9:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 13, 1996

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

Re: SAFE BET, INC.

100001868001
-06/19/96--01141--006
*****70.00 *****70.00

Dear Sir:

Please find enclosed one copy and one original of the Articles of Incorporation for SafeBet, Inc. for processing along with a check for \$70.00 as the applicable fee.

Thank you very much.

Sincerely,

Gregory D Thompson

Gregory Thompson

Registered Agent for SafeBet, Inc.

414 NW 34TH ST.
GAINESVILLE FL 32607

W96-13181
9/11/96
6/20/96
7/15/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1996

GREGORY THOMPSON
414 NW 34TH ST
GAINESVILLE, FL 32607

SUBJECT: SAFE BET, INC.
Ref. Number: W96000013181

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Please send the entire document to my attention so that it can be processed.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00030762

Florida Department of State

Division of Corporations

PO BOX 6327

Tallahassee, FL 32314

Dear Pamela Hall:

I hereby am familiar with and accept the duties and responsibilities as registered agent for Safe Bet, Inc.

Sincerely,

Gregory S Thompson

Gregory S Thompson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as
incorporators of a corporation under the laws of the State of
Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: *SAFE BET, INC.*

SECOND

The period of its duration is: *PERPETUAL*

THIRD

The purpose of the corporation is: *TO ENGAGE IN ANY
BUSINESS LAWFUL WITHIN THE STATE OF
FLORIDA*

FOURTH

The aggregate number of authorized shares is: *1000*

FIFTH

The corporation will not commence business until at least *\$100.00*
dollars have been received by it as consideration for the
issuance of shares.

SIXTH

1000 57 Cumulative voting of shares of stock authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: *NOT APPLICABLE*

EIGHTH

Provisions for regulating the internal affairs of the corporation are: *VIA BOARD OF DIRECTORS*

NINTH

The address of the initial registered office of the corporation is: *414 N.W. 34th ST., GAINSVILLE, FL. 32607*
and the name of its initial registered agent at such address is: *GREGORY THOMPSON*

TENTH

Address of the principal place of business is:
414 N.W. 34th ST., GAINSVILLE, FL. 32607

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is 2, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>GREGORY THOMPSON</u>	<u>414 N.W. 34th ST.</u> <u>GAINESVILLE, FL. 32607</u>
<u>CHRISTOPHER DELZOTTO</u>	<u>1906 S.W. 29th TERR.</u> <u>OCALA, FL. 34474</u>

TWELFTH

The name and address of each incorporator is:

Name	Address
<u>GREGORY THOMPSON</u>	<u>414 N.W. 34th ST.</u> <u>GAINESVILLE, FL 32607</u>
<u>CHRISTOPHER DELZOTTO</u>	<u>1906 S.W. 29th TERR.</u> <u>OCALA, FL. 34474</u>

Date:

Gregory D Thompson 6/14/96
Christopher DelZotto 6/14/96

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Division of Corporations
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Tallahassee, FL 32314

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