

1201 HAYS STREET
FORT LAUDERDALE, FL 33304
901 971
901 2-0191
400-343-8866
P96000067827



PRIENTHARD
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 053197 5014227

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : August 14, 1996

ORDER TIME : 3:44 PM

ORDER NO. : 053197

CUSTOMER NO: 5014227

CUSTOMER: Theda J. Collins, Esq
BECKER & POLIAKOFF

3111 Stirling Road

Ft. Lauderdale, FL 33312

DOMESTIC FILING

NAME: POMPANO PARK GAMING SCHOOL,
INC.

EFFECTIVE DATE: AUGUST 19, 1996

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

RECEIVED
DIVISION OF CORPORATIONS
96 AUG 14 PM 9:50

RECEIVED
96 AUG 14 PM 4:12
DIVISION OF CORPORATION

JP
8/15/96

EFFECTIVE DATE

8/19/96

FILED
DEPT. OF STATE
CORPORATIONS

96 AUG 16 AM 9:50

ARTICLES OF INCORPORATION
OF
POMPANO PARK GAMING SCHOOL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

POMPANO PARK GAMING SCHOOL, INC.

The address of the principal office of this corporation shall be c/o Becker & Poliakoff, 3111 Stirling Road, Ft. Lauderdale, Florida 33312, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually and shall have an effective date of August 19, 1996.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Alan S. Koslow Dir.	c/o Becker & Poliakoff 3111 Stirling Road Ft. Lauderdale, Florida 33312
Richard Voories Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Alan S. Koslow Pres.	c/o Becker & Poliakoff 3111 Stirling Road Ft. Lauderdale, Florida 33312
Richard Voories V. Pres.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 14, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

FILED
CLERK OF STATE
CORPORATIONS
26 AUG 14 AM 9:50

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

ACG/dgs

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

000-342-8086

P96000067827

(222-0000) FAX

CSC networks
PRINTED MAIL
LEGAL & FINANCIAL SERVICES

96 AUG 20 PM 12:52

ACCOUNT NO.

DIVISION OF REVENUE
000000000032

REFERENCE : 053197 5014227

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 35.00

ORDER DATE : August 14, 1996

ORDER TIME : 11:03 AM

ORDER NO. : 053197

CUSTOMER NO: 5014227

CUSTOMER: Theda J. Collins, Esq
Becker & Poliakoff
3111 Stirling Road

Ft. Lauderdale, FL 33312

Amend

000001927828

DOMESTIC AMENDMENT FILING

NAME: POMPANO PARK GAMING SCHOOL,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD

Name	8/21/96
Availability	
Document	ADH
Up for	ADH
Ver	ADH
Reviewed	ADH
STANDING	ADH
Ver	ADH

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
96 AUG 20 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 AUG 20 PM 1:33
SECRET
FALL

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLES I, II, VI and VII of the Articles of Incorporation of
POMPANO PARK GAMING SCHOOL, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

POMPANO PARK GAMING SCHOOL, INC.

The address of the principal office of this corporation shall be
1800 Southwest 3rd Street, Pompano Beach, Florida 33069, and the
mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful
activities or business permitted under the laws of the United
States, the State of Florida or any other state, country, territory
or nation, including, without limitation, conducting a licensed
gaming and dealer school approved by the State Board of Independent
Post Secondary Vocational, Technical, Trade & Business Schools of
the Department of Education.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have five Directors. The names and addresses of the members of the Board of Directors are:

Martin Greenberg Chmn of the Board	1800 Southwest 3rd Street Pompano Beach, Florida 33069
Bernard Goldstein Dir.	Same
Allan B. Solomon Dir.	Same
Edward (Ted) Snell Dir.	Same
Richard Voories Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Allan B. Solomon Sec./Treas.	1800 Southwest 3rd Street Pompano Beach, Florida 33069
Edward (Ted) Snell V.Pres.	Same
Richard Voories V.Pres.	Same

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 20th day of August, 1992.

Corporation Service Company
Its Incorporator

Deborah D. Skipper
It's Agent, Deborah D. Skipper

MKE