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Coray, Harris + Robinson
Requestor's Name
205 S Adams St. Ste 250
Address
Tallahassee, FL 32301 903-7717
City/State/Zip Phone #

FILED
96 OCT 17 PM 1 59
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Gaming Corp.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

RECEIVED
96 OCT 17 PM 1:43
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
FLORIDA GAMING CENTERS, INC.

FILED
55 OCT 17 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

FLORIDA GAMING CENTERS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1750 South Kings Highway
Ft. Pierce, Florida 33450

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of stock, at no par value.

ARTICLE IV - PAYMENT OF STOCK

All the stock of the corporation may be paid for in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor, or services may be purchased and paid for with capital stock of this corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

There shall be no shareholders pre-emptive right to purchase any new or additional shares of the corporation, whenever issued by the corporation, whether sold for cash, or issued for other consideration, and whether the same kind, class or series which a shareholder already owns.

ARTICLE V - CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than the sum of One Thousand (\$ 1,000.00) Dollars.

ARTICLE VI - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have no more than seven (7) Directors. The number of Directors may be increased or decreased from time to time by amendment of the Bylaws of the Corporation, by the Board of Directors, but shall never be less than three (3).

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve initially are:

<u>NAME</u>	<u>ADDRESS</u>
W.B. Collett, Sr.	7329 Marsh Terrace St. Lucie, FL 34986
W.B. Collett, Jr.	7329 Marsh Terrace St. Lucie, FL 34986
Timothy L. Hensley	714 Denham Lane Charlestown, IN 47111

ARTICLE IX - PURPOSE OF INCORPORATION

This corporation is incorporated for the purposes of engaging in the business of pari-mutuel wagering and related industries, and such other lawful business as might be properly determined by the Board of Directors.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Wilbur E. Brewton
225 South Adams Street, Suite 250
Tallahassee, Florida 32301

ARTICLE XI - INCORPORATOR

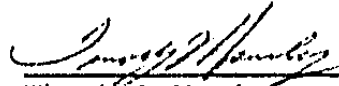
The sole incorporator(s) to these Articles of Incorporation is(are):

Florida Gaming Corporation
a Delaware Corporation
2669 Charlestown Road, Suite D
New Albany, Indiana 47111

ARTICLE XII - AMENDMENT TO ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereinafter prescribed by law of the State of Florida, and all rights conferred upon shareholders herein are subject to this reservation.

The undersigned incorporator(s) has executed these Articles of Incorporation this 15 October, 1996.



Timothy L. Hensley
as Executive Vice President and
CFO of Florida Gaming
Corporation, Incorporator

State of Indiana

County of Floyd

Sworn to and subscribed before me this 15th day of October, 1996, by Timothy L. Hensley, Executive Vice President and CFO of Florida Gaming Corporation, who is personally known to me ~~or who has produced his Drivers License #~~ _____, as identification and who did take an oath.



Mandy Mulflur
Notary Public

Commission Expires:

September 11, 1998

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

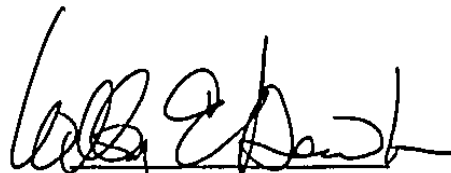
1. The name of the corporation is:

FLORIDA GAMING CENTERS, INC.

2. The name and address of the registered agent and office is:

Wilbur E. Brewton
225 South Adams Street, Suite 250
Tallahassee, Florida 32301

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Wilbur E. Brewton

Date: 10-17-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA