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Law Offices Of
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SUITE 320
380 INTERSTATE NORTH PARKWAY
ATLANTA, GEORGIA 30339-2282
(770) 955-1118

TOM B. BENHAM
ADMITTED IN GEORGIA & FLORIDA

FAX NO. (770) 955-6326

October 23, 1996

VIA FEDERAL EXPRESS

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

Re: Articles of Incorporation
- GAMES & THINGS LAUDERDALE, INC.

300001985173--9
-10/24/96--01039--018
*****70.00 *****70.00

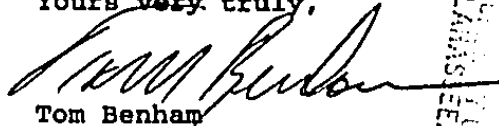
Dear Sir or Madam:

I enclose the original and one copy of Articles of Incorporation of GAMES & THINGS LAUDERDALE, INC. (with Acknowledgement by Resident Agent forms attached thereto). I also enclose a check in the amount of \$70.00 payable to the Florida Secretary of State for the incorporation fee.

Please direct any correspondence, confirmation or questions relative to this matter to the undersigned.

Thank you for your assistance.

Yours very truly,


Tom Benham

TBB:sjb
enc.

Dmc
10/25/96

FILED
96 OCT 24 AM 10:09
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GAMES & THINGS LAUDERDALE, INC.

FILED
95 OCT 24 AM 10:09
TALLAHASSEE, FLORIDA

1.

The name of the corporation is:

"GAMES & THINGS LAUDERDALE, INC."

2.

The corporation shall have perpetual duration.

3.

The corporation is created under the Florida Business Organizations Statute and is organized as a corporation to transact any and all lawful business for which corporations may be incorporated.

4.

The corporation shall have authority exercised by the Board of Directors to issue not more than Ten Thousand (10,000) shares of stock.

5.

The initial registered office of the corporation shall be at 3751 Oakwood Boulevard, Hollywood, Florida 33020, and the initial registered agent at said address shall be Robert D. Baxter, Jr.

6.

The name and address of the incorporator is Tom Benham,
380 Interstate North Parkway, Suite 320, Atlanta, Georgia 30339.

7.

The mailing address of the initial principal office of
the corporation is 3751 Oakwood Boulevard, Hollywood, Florida
33020.


8.

The initial Board of Directors shall consist of two (2)
members. Their names and addresses are as follows:

Robert D. Dexter, Jr.
1068 Lindridge Drive
Atlanta, Georgia 30324

Lisa Baxter Mellon
624 Parl Drive
Seymour, Tennessee 37865

IN WITNESS WHEREOF, the undersigned incorporator executes
these Articles of Incorporation.


TOM BENHAM, Incorporator

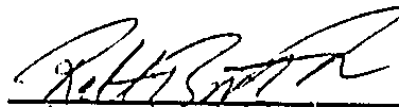
TOM B. BENHAM, P.C.
380 Interstate North Parkway
Suite 320
Atlanta, Georgia 30339-2282
(770) 955-1118

DESIGNATION OF REGISTERED AGENT
AND ACKNOWLEDGEMENT BY REGISTERED AGENT

FILED

OCT 24 11:10:09

HAVING BEEN named to accept service of process and otherwise to serve as the registered agent for GAMES & THINGS LAUDERDALE, INC. at the place designated in the Articles of Incorporation of GAMES & THINGS LAUDERDALE, INC., I hereby accept the designation to serve in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office of this corporation.



Print Name: Robert D. Hower Jr.
Registered Agent

Address:

3751 Oakwood Boulevard
Hollywood, Florida 33020

Tel. _____