

1201 HAYS STREET

800-342-8086

FL 33607

904-222-9171

904-222-0393 FAX

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ACCOUNT NO. : 072100000032

REFERENCE : 205697 9542A

AUTHORIZATION :

Patricia P. P.

COST LIMIT : \$ 70.00

ORDER DATE : December 30, 1996

ORDER TIME : 8:42 AM

ORDER NO. : 205697-005

900002042889--3

CUSTOMER NO: 9542A

CUSTOMER: Ms. Lee Spataro  
MICHAEL FEINSTEIN, ESQ

Suite 710  
888 East Las Olas Boulevard  
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: INTERNATIONAL CASINO  
ENTERTAINMENT GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
96 DEC 31 PM 3 19  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
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ION OF CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

INTERNATIONAL CASINO ENTERTAINMENT GROUP, 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:

INTERNATIONAL CASINO ENTERTAINMENT GROUP, INC.

The address of the principal office of this corporation shall be 1109 North Federal Highway, Ft. Lauderdale, Florida 33304, 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 100,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 888 East Las Olas Boulevard, Suite 710, Ft. Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is Michael Feinstein.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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:

Robert W. Carlson Dir.	2409 Northeast 26th Avenue Ft. Lauderdale, Florida 33305
Matthias Zimmermann Dir.	209 North Atlantic Boulevard Ft. Lauderdale, Floirda 33304

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:

Robert W. Carlson V. Pres.	2409 Northeast 26th Avenue Ft. Lauderdale, Florida 33305
Matthias Zimmermann Pres.	209 North Atlantic Boulevard Ft. Lauderdale, Florida 33304

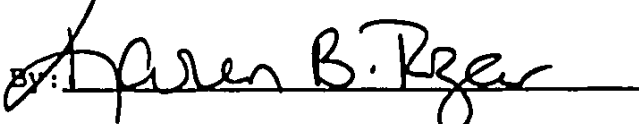
ARTICLE VIII. INCORPORATOR

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 December 31, 1996.

CORPORATION SERVICE COMPANY

By:   
Its Agent, Karen B. Rozar

LRD/das

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN THE ARTICLES OF INCORPORATION**

MICHAEL FEINSTEIN, an individual residing in this state having a business office identical with the registered office of the corporaiton named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

INTERNATIONAL CASINO ENTERTAINMENT GROUP, INC., \_\_\_\_\_,

is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

Michael Feinstein

FILED  
96 DEC 31 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA