

P97000008871

January 21, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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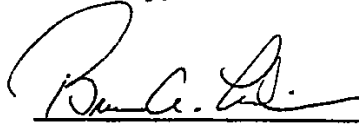
Re: **PARK PLACE SYSTEMS, INC.**

Ladies and Gentlemen:

Please find enclosed for filing one (1) original and one (1) copy of the Articles of Incorporation of Park Place Systems, Inc. Also enclosed is a check in the amount of \$131.25 to cover fees associated with filing, designation of registered agent, plus the cost of one (1) certified copy and a certificate.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Bruce A. Larkin  
2749 N.E. 35th Drive  
Fort Lauderdale, FL 33308-6315

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97 JAN 24 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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December 4, 1996

BRUCE A. LARKIN  
2749 N.E. 35TH DRIVE  
FT LAUDERDALE, FL 33308-6315

The name PARK PLACE SYSTEMS, INC. has been reserved for 120 days beginning December 4, 1996. The reservation number is R96000005709 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 696A00054369

**ARTICLES OF INCORPORATION**  
**OF**

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**PARK PLACE SYSTEMS, INC.**

**ARTICLE I**

The name of the Corporation is Park Place Systems, Inc.

**ARTICLE II**

The principal place of business and mailing address of this corporation shall be 1250 S.W. 2nd Avenue, Pompano Beach, FL 33060.

**ARTICLE III**

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

**ARTICLE IV**

The address of the initial registered office of the Corporation is 2749 N.E. 35th Drive , Fort Lauderdale, Florida 33308, and the name of the Corporation's initial registered agent for service of process at such address is Bruce A. Larkin.

**ARTICLE V**

The names and addresses of the incorporators to these Articles of Incorporation are:

Bruce A. Larkin

2749 N.E. 35th Drive

Fort Lauderdale, FL 33308

Donald Douglas Gottshall

1250 S.W. 2nd Avenue

Pompano Beach, FL 33060

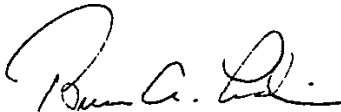
Laurence E. Fastov

1401 Florian Drive

Dania, FL 33304

IN WITNESS WHEREOF, I have hereunto set my hand this 21<sup>ST</sup> day of

JANUARY, 1997.



Bruce A. Larkin

2749 N.E. 35th Drive, Fort Lauderdale, FL 33308

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

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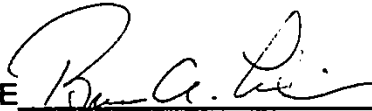
Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Park Place Systems, Inc.
2. The name and address of the registered agent and office is:

Bruce A. Larkin  
2749 N.E. 35th Drive  
Fort Lauderdale, Florida 33308

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.

SIGNATURE



DATE

1/21/97