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ACCOUNT NO. : 072100000032

REFERENCE : 247469 1429D

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia Piggott*

ORDER DATE : February 4, 1997

ORDER TIME : 10:04 AM

ORDER NO. : 247469-005

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CUSTOMER NO: 1429D

CUSTOMER: Ms. Darlajo C. Swab  
CUMMINGS & LOCKWOOD

P. O. Box 413032  
3001 Tamiami Trail, North  
Naples, FL 33941-3032

DOMESTIC FILING

NAME: REAL TIME GAMES, INC.

EFFECTIVE DATE:

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: Todd Sterzoy

EXAMINER'S INITIALS:

*KR*  
*2-4-97*

FILED  
97 FEB -4 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 FEB -4 AM 11:26  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
REAL TIME GAMES, INC.**

**FILED**  
97 FEB -4 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

REAL TIME GAMES, INC.

SECOND: The initial principal office or mailing address of the Corporation is:

853 Vanderbilt Beach Road  
Suite 331  
Naples, Florida 34108

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

c/o Cummings & Lockwood  
3001 Tamiami Trail North  
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

JOEL H. SCHECHTER

FIFTH: The name and address of the sole incorporator of the Corporation is:

JOEL H. SCHECHTER  
c/o Cummings & Lockwood  
3001 Tamiami Trail North  
Naples, Florida 34103

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2) and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

NANCY L. TODD, Director  
5 Bluebill Avenue, #107  
Naples, Florida 34108


and

CLIFFORD O. WORLEY, Director  
5 Bluebill Avenue, #107  
Naples, Florida 34108

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 3rd day of February, 1997.

  
Joel H. Schechter

I, JOEL H. SCHECHTER, having been designated to act as registered agent, hereby agree to act in this capacity.

  
Joel H. Schechter  
Initial Registered Agent

N1960891.DOC 02/03/97

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA