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June 9, 1997

Florida Division of Corporations
New Filing Section
409 East Gaines Street
Tallahassee, Florida 32399

500002207585--2

-06/10/97--01062--017

****122.50 ****122.50

RE: Cardinal Super Chess & Super Checkers, Inc.

Dear Sir or Madam:

Please find enclosed a original and one copy of the Articles of Incorporation, certificate designating Registered Agent/Office and Acceptance along with a check in the amount of \$122.50 in payment of the filing fee.

After filing, please forward a certified copy to my attention at the address indicated above.

Sincerely,

s/c mast

Christopher E. Mast, Esquire
Attorney at Law

CEM/rpd
jones.div
Enclosure

JUN 12

BSB

FILED
97 JUN 10 AM 10:25
TALLAHASSEE, FLORIDA
STATE

FILED

97 JUN 10 AM 10:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARDINAL SUPER CHESS & SUPER CHECKERS, INC.

ARTICLE I - NAME

The name of this corporation is Cardinal Super Chess & Super Checkers, Inc..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial registered office of this corporation is 240 Pebble Beach Circle, Unit F-102, Naples, Florida 34113 and the name of the initial registered agent of this corporation at that address is Maureen C. Jones. The street address of the principal office is 240 Pebble Beach Circle, Unit F-102, Naples, Florida 34113 and the mailing address is the same.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by vote of the shareholders, however, there shall never be less than one director nor more than five.

The names and addresses of the initial Board of Directors of the corporation are:

Maureen C. Jones
240 Pebble Beach Circle
Unit F-102
Naples, Florida 34113

Thomas F. Jones
240 Pebble Beach Circle
Unit F-102
Naples, Florida 34113

Daniel F. Jones
240 Pebble Beach Circle
Unit F-102
Naples, Florida 34113

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

Maureen C. Jones
240 Pebble Beach Circle
Unit F-102
Naples, Florida 34113

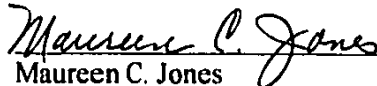
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 9th day of June, 1997.

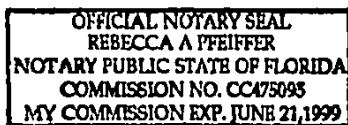

Maureen C. Jones
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Maureen C. Jones, known to be and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation and who produced a valid State of Florida Drivers License as identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 9th day of June, 1997.

Rebecca A. Pfeiffer
NOTARY PUBLIC, State of Florida
My commission expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE

FILED
97 JUN 10 AM 10:25
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned
corporation organized under the laws of the State of Florida, submits the following statement
designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the corporation is: Cardinal Super Chess & Super Checkers, Inc.
2. The name and address of the registered agent and registered office is:

Maureen C. Jones
240 Pebble Beach Circle
Unit F-102
Naples, Florida 34113

DATED: June 9, 1997

By: Maureen C. Jones
Maureen C. Jones
Corporate Director

Having been named to accept service of process for the abovestated corporation at the
place designated in this certificate, I hereby agree to accept the appointment as registered agent
and to act in that capacity, and I further state that I am familiar with, and accept, the obligations
provided for in Section 607.0501, Florida Statutes, and to comply with the provisions of all other
statutes relative to the proper and complete performance of my duties.

DATED: June 9, 1997.

By: Maureen C. Jones
Maureen C. Jones