

Charter Number Only

8/11/97  
P91000070897

Requester's Name  
Address  
City State ZIP Phone

ATION ONLY

400002264634--9  
08/13/97--01036--010  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

New Casino Games Corporation

87 AUG 12 AM 11:50  
RECEIVED  
Toll Free: 1-800-432-3028

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Certified Copy  
☒ Call When Ready  
☒ Walk In
- ☐ Amendment  
☐ Dissolution  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Call If Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of Registered Agent  
☐ Certificate Under Seal  
☐ After 4:30  
☐ Mail Out
- ☒ Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R0-85)

Certified Copy

87 AUG 15 AM 11:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 12, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: NEW CASINO GAMES CORPORATION  
Ref. Number: W97000018571

We have received your document for NEW CASINO GAMES CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 197A00040780

RECEIVED  
97 AUG 15 AM 11:01

ARTICLES OF INCORPORATION  
OF  
NEW CASINO GAMES CORPORATION

FILED  
9:92 AUG 15 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FL 32303

We, the undersigned subscribers to these Articles of Incorporation, as proper persons acting as incorporators of a corporation under the laws of the State of Florida adopt the following Articles of Incorporation:

**FIRST**

The name of the corporation is **NEW CASINO GAMES CORPORATION**

**SECOND**

This corporation shall exist perpetually unless dissolved according to Florida Law

**THIRD**

The purpose of the corporation is to manufacture, buy, sell, barter, import, and export, goods, licence rights, franchises and merchandise of all kind and description, machinery, spare parts, and other specially referred but not limited to gaming, gambling and lottery products, and/or engaging in any activities or business permitted under the Laws of the United States, its territories, possessions, the State of Florida, and abroad.

**FOURTH**

The corporation is authorized to issue *ten million (10,000,000)* shares of stock, *non par value*, each of which shall be designated common shares.

**FIFTH**

The street address of the initial Registered Agent office and the name of the initial Registered Agent is:

*Mr. Evans A Loo R.  
2520 SW 22nd. Street, Suite 2-109  
Miami, Florida 33145*

The principal office of the mailing address of the Corporation is:

*2520 SW 22nd. Street, Suite 2-109, Miami Florida 33145*

#### **SIXTH**

This corporation shall have directors initially. The number of Directors constituting the initial board of Directors of the corporation is five (5) and the names, office, and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Office	Address
EVANS ALBERTO LOO RIOS	Chairman and President	2520 SW, 22nd. Street Suite 2-109 Miami, Florida 33145
BENJAMIN ARSENIO BREA CONSTENLA	Vice President & Managing Director	3a. Ave Este, Qta. Jesus Nazareno Lomas de la Lagunita, El Hatillo Caracas - Venezuela.
ROGER FRANCOIS SAULNY	Secretary & Managing Director	Avenida Belgrado, Qta. Charles La California Sur - Caracas
RODOLFO VIVAS	Managing Director	2520 SW, 22nd Street Suite 2-109 Miami, Florida 33145
FRANCISCO JAVIER ALQUATI	Treasurer	Residencias La Guairita, Torre A PB2 - Urb. La Bonita, La Trinidad Caracas - Venezuela


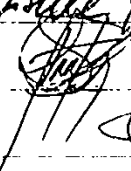

The number of Directors may be either increased or dismissed from time to time by the By-Laws, but never be less than one.

#### **SEVENTH**

The name and addresses of the incorporators signing these Articles of Incorporation is as follow.

EVANS ALBERTO LOO RIOS	2520 SW, 22nd. Street Suite 2-109 Miami, Florida 33145
BENJAMIN ARSENIO BREA CONSTENLA	3a. Ave Este, Qta. Jesus Nazareno Lomas de la Lagunita, El Hatillo Caracas - Venezuela.
ROGER FRANCOIS SAULNY	Avenida Belgrado, Qta. Charles La California Sur, Caracas
GISELLE MARIE SAULNY	Residencias La Guairita, Torre A PB2 - Urb. La Bonita, La Trinidad Caracas - Venezuela

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of  
Incorporation this \_\_\_\_\_ day of 04 AGO. 1997 1,997.

  
\_\_\_\_\_  
*Wille y Dumbay*  
  


## Certificate of Acknowledgment of Execution of an Instrument

REPUBLIC OF VENEZUELA  
(Country)  
CITY OF CARACAS  
(County and/or other political division)  
EMBASSY OF THE  
(County and/or other political division)  
UNITED STATES OF AMERICA  
(Name of foreign service office)

SS

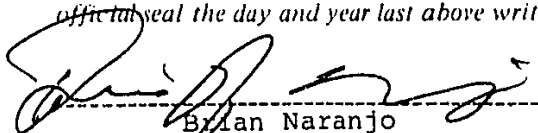
I, ---Brian Naranjo, Vice Consul  
of the United States of America at Caracas, Venezuela  
duly commissioned and qualified, do hereby certify that on this ---4th---  
day of AUGUST 1997, before me personally appeared ---  
(DATE)

EVANS ALMOO, ROGER F. SAULNY, BENJAMIN BREA AND GISELLE SAULNY.

~~XXXXXXXXXXXX~~ and known to me to be the individual--described in, whose  
name they subscribed to, and who executed the annexed instrument, and being  
informed by me of the contents of said instrument are duly acknowledged to me  
that are executed the same freely and voluntarily for the uses and purposes therein  
mentioned.

[SEAL]

In witness whereof I have hereunto set my hand and  
official seal the day and year last above written

  
Brian Naranjo  
Vice Consul of the United States of America.

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

NEW CASINO GAMES CORPORATION

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 2520 SW 22<sup>nd</sup> Street Suite 2-109  
Miami, FL 33141

has named EVANS A LOO R.

located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

  
(registered agent)

FILED  
AUG 15 AM 11:48  
CLERK OF THE  
COURT OF THE  
STATE OF FLORIDA