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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 499938 8894A

AUTHORIZATION: *Patricia Pizutto*  
COST LIMIT : \$ 70.00

ORDER DATE : August 18, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 499938-005

400002269754--0

CUSTOMER NO: 8894A

CUSTOMER: Louis Zaretsky, Esq  
RITTER RITTER & ZARETSKY

Suite 100  
555 N.e. 15th Street  
Miami, FL 33132

DOMESTIC FILING

NAME: MONTE CARLO LOTTERY CLUB, 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: Tonya C. Holliday

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 AUG 18 PM 1:36  
STATE  
TALLAHASSEE-FLORIDA

RECEIVED  
97 AUG 18 PM 1:19  
DIVISION OF CORPORATION

SN AUG 18 1997

ARTICLES OF INCORPORATION

OF

MONTE CARLO LOTTERY CLUB, INC.

FILED

97 AUG 18 PM 1:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MONTE CARLO LOTTERY CLUB, INC.

The principal place of business of this corporation shall be at 555 N.E. 15th Street, #20A, Miami, Florida 33132.

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, including but not limited to real estate sales, brokerage, financing, purchasing, and owning.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 555 N.E. 15th Street, #20A, Miami, Florida 33132, and the name of the initial registered agent of the corporation at that address is MARIA STAUB.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

MARIA STAUB, P,S,D  
555 N.E. 15th Street, #20A  
Miami, FL 33132

ARTICLE VII. INCORPORATOR

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

LOUIS ZARETSKY  
555 N.E. 15th Street, Suite 100  
Miami, FL 33132

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 12 day of August 1997.

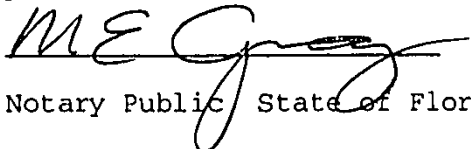
By: 

LOUIS ZARETSKY

STATE OF FLORIDA)

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12 day of August 1997, by LOUIS ZARETSKY who is personally known to me / or produced \_\_\_\_\_, as identification.

  
Notary Public State of Florida at Large

My Commission Expires:

M.E. GRAY  
Notary Public, State of Florida  
My Comm. expires Nov 2, 1997  
No. CC327584

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

MONTE CARLO LOTTERY CLUB, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named LOUIS ZARETSKY located at 555 N.E. 15th Street, Suite 100, Miami, Florida 33132 as its agent to accept service of process within this State.

  
Incorporator

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
LOUIS ZARETSKY

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97 AUG 18 PM 1:36  
STATE  
TREASURER, FLORIDA