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GEORGE KASDIN

Department of State: # 1/ 5

P97000083014

9/25/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000015924 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
CONTACT: BEVERLY O RIEDY
PHONE: (305)372-5000

ACCT#: 076030000723

FAX #: (305)372-0052

NAME: STARLINER CASINO CONCESSIONS, INC.

AUDIT NUMBER.....H97000015924

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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GEORGE KASDIN
TALLAHASSEE, FLORIDA

B McKinnis SEP 25 1997

FA#: H97-15924

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida, 33131, and the name of the initial Registered Agent of this Corporation at that address is Stanley H. Kuperstein.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Stanley H. Kuperstein	1428 Brickell Avenue, 6th Floor Miami, Florida 33131

ARTICLE VIII
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

ARTICLE X
DIRECTORS

The following shall serve as the initial Board of Directors of the corporation:

DAN TEITEL

FA#: H97-15924

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9-25-87 : 9:40AM :

GEIGER KASDIN - Department of State: # 4/ 5

FA#: H97-15924

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 25th day of September, 1997.



STANLEY H. KUPERSTEIN

FA#: H97-15924

SENT BY:

9-25-97 : 9:40AM :

GEIGER KASDIN - Department of State:# 5/ 5

FA#: H97-15924

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT STARLINER CASINO CONCESSIONS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED STANLEY H.
KUPERSTEIN, LOCATED AT 1428 BRICKELL AVENUE, 6th FLOOR, MIAMI, DADE
COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA.


STANLEY H. KUPERSTEIN

Incorporator
TITLE

September 25, 1997
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.


STANLEY H. KUPERSTEIN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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