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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: PARK PLACE EXPRESS CORP.

AUDIT NUMBER.....H98000008006

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

CERT. OF STATUS..0

PAGES..... 5

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nu 4/29/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1998

EMPIRE

SUBJECT: PARK PLACE EXPRESS CORP.
REF: W98000009536

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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**ARTICLES OF INCORPORATION OF
PARK PLACE EXPRESS CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation is PARK PLACE EXPRESS CORP.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Five Dollar (\$5.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional

Ronald E. Shnider, Esq.
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7770 W. Oakland Park Blvd., #100
Sunrise, FL 33351

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**ARTICLE VII - REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the corporation's registered office is 10261 West Broward Blvd., Plantation, Florida 33324 and the name of the registered agent of this corporation at said address is: JAMES J. COSTELLO, JR. The principal place of business of the corporation is: 10261 West Broward Blvd., Plantation, Florida 33324.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is as follows:

James J. Costello, Jr.
10261 West Broward Blvd.
Plantation, FL 33324

ARTICLE IX - INCORPORATOR

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

James J. Costello, Jr.
10261 West Broward Blvd.
Plantation, Florida 33324

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 28th day of April, 1998.


JAMES J. COSTELLO, JR., Subscriber

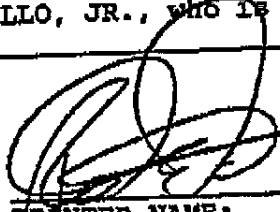
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STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28 of April, 1998, by JAMES J. COSTELLO, JR., who is personally known to me or who produced _____ as identification.



PRINTED NAME:
Notary Public, State of Florida
My Commission Expires:

F:\...\RES\COSTELLO\ARTICLES.PARCEL



RONALD E. SHNIDER
COMMISSION # CC 549973
EXPIRES JUN 20, 2000
BONDED THRU
ATLANTIC EDUCATION CO.

H980000008006

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

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That ~~Park Place Express Corp~~ desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Plantation, County of Broward, State of Florida, has named JAMES J. COSTELLO, JR. located at 10261 West Broward Blvd., City of Plantation, County of Broward, State of Florida (33324), as its agent to accept service of process within this state.


By: JAMES J. COSTELLO, JR., Subscriber
Date: April 28, 1998

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 this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


By: JAMES J. COSTELLO
Registered Agent
Date: April 28, 1998.

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TALLAHASSEE, FLORIDA