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LAWRENCE J. MEYER

July 21, 1998

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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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****122.50 ****122.50

RE: HOLLYWOOD 10 CENT BINGO, INC.


Gentlemen:

Relative to the above, enclosed please find original and one copy of Articles of Incorporation, together with our trust account check payable to your order in the sum of \$ 122.50.

Kindly issue the Charter and forward same to this office at your earliest convenience.

Thank you for your kind cooperation.

Respectfully yours,


LAWRENCE J. MEYER

LJM:jr
Encs.

FILED
98 JUL 27 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-7/28/98

ARTICLES OF INCORPORATION
OF
HOLLYWOOD 10 CENT BINGO, INC.

FILED
98 JUL 27 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate myself for the purpose of becoming and forming a body corporation under the laws of the State of Florida, under and by virtue of the following Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be HOLLYWOOD 10 CENT BINGO, INC.

ARTICLE II.

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

A. To conduct, maintain and operate, for the recreation of adult members of the general public, the business of ten-cent bingo games, including the furnishing of any and all necessary facilities for the operation of said games; to acquire, hold and operate all concessions in connection with the operation of bingo games.

B. To buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of a bingo game business.

C. To exercise any power and authority which may

be done by a private corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes.

ARTICLE III.

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE IV.

The maximum number of shares of the capital stock which this corporation shall be authorized to have outstanding at any time is ten thousand (10,000) shares of common stock having a \$1.00 par value.

ARTICLE V.

The existence of this corporation shall be perpetual.

ARTICLE VI.

The street address of the initial registered/principal office of this corporation shall be located at 400 North Surf Road, #701, Hollywood, Florida 33019, and the name of the initial registered agent of this corporation in said registered/principal office is ROBERT B. DELANEY.

ARTICLE VII.

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation are:

NAMEADDRESS

ROBERT B. DELANEY

400 North Surf Road, #701
Hollywood, Florida 33019ARTICLE VIII.

The name and address of the officer who shall hold office for the first year of the corporation's existence, or until his successor is elected and has qualified, and the office he holds are as follows:

NAMEOFFICEADDRESS

ROBERT B. DELANEY

President/Secretary

400 North Surf Road
#701
Hollywood, Florida 33019ARTICLE IX.

The name and address of the subscriber to these Articles of Incorporation and a statement of the number of shares which he agrees to take are as follows:

NAMEADDRESSNO. OF SHARES

ROBERT B. DELANEY

400 North Surf Road #701
Hollywood, Florida 33019

500

ARTICLE X.

The By-laws of this corporation may provide that less than a majority of the Board of Directors shall constitute a quorum for the transaction of business.

IN WITNESS WHEREOF, I, the undersigned, have made, subscribed and acknowledged these Articles of Incorporation this 21st day of July, 1998.


ROBERT B. DELANEY (SEAL)

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

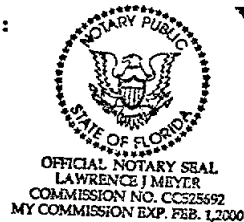
BEFORE ME, the undersigned authority, personally appeared ROBERT B. DELANEY, who is personally known to me or who produced n.a. as identification, and who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 21st day of July, 1998.



NOTARY PUBLIC **LAWRENCE J MEYER**
State of Florida at Large

My commission expires:



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

has named ROBERT B. DELANEY
located at 400 North Surf Road, #701
City of Hollywood, State of Florida, as its
agent to accept service of process within Florida.

SIGNATURE Robert B. Delaney
(Corporate Officer)
ROBERT B. DELANEY
TITLE President
DATE July 21, 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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE Robert B. Delaney
ROBERT B. DELANEY
DATE July 21, 1998