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FLORIDA PROFIT CORPORATION OR P.A.

AEI GAMES INC.

Certificate of Status	1
Certified Copy	0
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me 8/28/98

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

AEI GAMES INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

AEI GAMES INC.
308 JONQUIL AVENUE
FORT WALTON BEACH, FL 32548

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1500 SHARES NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

AUDREY E. IMSAND
308 JONQUIL AVENUE
FORT WALTON BEACH, FL 32548

Prepared By:

Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

AUDREY E. IMSAND
308 JONQUIL AVENUE
FORT WALTON BEACH, FL 32548

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

27th day of August 19 98.


AUDREY E. IMSAND
SIGNATURE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: AEI GAMES INC.

2. The name and address of the registered agent and office is:

AUDREY E. IMSAND

Name

308 JONQUIL AVENUE


(P.O. Box or Mail Drop Box NOT Acceptable)

FORT WALTON BEACH, FL 32548

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

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TALLAHASSEE, FLORIDA


AUDREY E. IMSAND
SIGNATURE

August 27th, 1998

(Date)