

P98000090592

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Vice Winn Realty, Inc.

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****140.00 *****70.00

☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☐ Cert. Copy
☒ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

98 OCT 23 PM 2:28

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DIVISION OF CORPORATIONS

98 OCT 23 AM 11:04

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

B. Purnell OCT 23 1998

**ARTICLES OF INCORPORATION
OF
VICI WINN REALTY, INC.**

ARTICLE I - NAME

The name of this corporation is VICI WINN REALTY, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

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 100 shares of common stock having a par value of \$1.00. There shall be only one class of stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale 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 shares) at the price at which it is offered to others.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation are as follows: VICI WINN, 698 WEST HIGHWAY 50, CLERMONT, FLORIDA 34711. The principal office address for the corporation is P.O. BOX 121176, CLERMONT, FLORIDA 34712.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

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 greater than (9) nine. The name and address of the initial director of this corporation is:

VICI WINN

P.O. Box 121176
Clermont, FL 34712

ARTICLE VIII - OFFICERS

The officers of the corporation shall be a President and a Secretary/Treasurer who shall be elected annually and any other officers provided for in the By-Laws. The Secretary and Treasurer may be two offices. The name of the persons who are to serve as officers of the corporation until the first election are:

OFFICER

President/Vice President

NAME AND RESIDENCE

Vici Winn
P.O. Box 121176
Clermont, FL 34712

Secretary/Treasurer

Vici Winn
P.O. Box 121176
Clermont, FL 34712

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles are VICI
WINN, P.O. BOX 121176, CLERMONT, FLORIDA 34712.

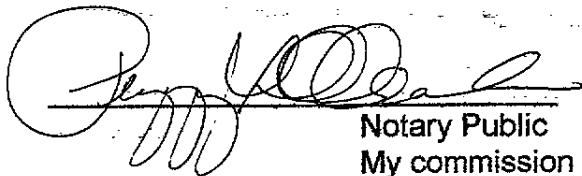
IN WITNESS WHEREOF, the undersigned incorporators have executed
these Articles of Incorporation this 16 day of October, 1998.


VICI WINN

STATE OF FLORIDA)
 : SS.
COUNTY OF LAKE)

Before me, a Notary Public, duly authorized to take acknowledgments in the state and county set forth above, personally appeared VICI WINN, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me, that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county named above this 16 day of October, 1998.




Notary Public
My commission expires:

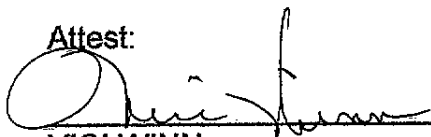


Peggy L. Abraham
MY COMMISSION # CC581585 EXPIRES
September 2, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Secretary of State
State of Florida
Tallahassee, FL 32399

I hereby am familiar with and accept the duties and responsibilities as
resident agent for VICI WINN REALTY, INC. effective with the date of this
incorporation. I will continue to act and serve in that capacity until such time as I
notify you of my resignation from that function.


VICI WINN

Attest:

VICI WINN

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