

LAW OFFICE OF
DAVID R. THOMAS

P.O. Box 663
DeFuniak Springs, Florida 32435
(850) 892-0700

FILED
98 DEC -7 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P98000102240

100002704271--1
-12/07/98--01051--004
*****78.75 *****78.75

December 3, 1998

Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Panhandle Flamingo Bingo, Inc.

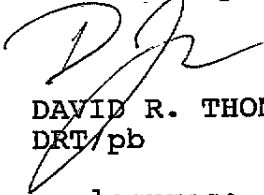
Dear Sir:

Please find enclosed herewith the original and one copy of the Articles of Incorporation of Panhandle Flamingo Bingo, Inc., for filing with the State of Florida.

Also, please find enclosed herewith my trust check in the amount of \$78.75 to cover the cost of filing said Articles of Incorporation.

Thank you for your assistance in this matter.

Yours truly,



DAVID R. THOMAS, ESQ.
DRT/pb

enclosures: as stated

80
12/8

ORIGINAL
98 DEC -7 PM 2:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PANHANDLE FLAMINGO BINGO, INC.

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: **PANHANDLE FLAMINGO BINGO, INC.**

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized to transact any and/or all business for which the Corporation may be incorporated pursuant to Chapter 607, Florida Statutes, and/or any other applicable laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 2500 shares of preferred stock at \$20.00 par value.

ARTICLE V - PRE-EMPTIVE 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/she already holds, shall have the right to purchase his/her pro-rata share thereof at the price for which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial ^{Principal}~~registered~~ office of this Corporation is 26 South Tenth Street, DeFuniak Springs, Florida, 32433; and, the Post Office address is Post Office Box 340, DeFuniak Springs, Florida, 32435; and, the Registered agent is David Johnson, 501 West Nelson Avenue, DeFuniak Springs, Florida, 32433.

ARTICLE VII - INITIAL BOARD OF DIRECTORS/INCORPORATORS

This Corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws of this Corporation. The name and address of the two initial directors, who are also the incorporators of this Corporation, are:

President/Treasurer

FAITH A. PELFREY
Box 189 Watson Road
DeFuniak Springs, FL 32433

Vice-President/Secretary

MARGARET CURRY
144 John Curry Road
DeFuniak Springs, FL 32433

ARTICLE VIII - INITIAL OFFICERS

The name of the initial officers who shall serve until his successors are chosen by a majority vote of the Directors are:

FAITH A. PELFREY and MARGARET CURRY

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and


any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - SECTION 1244 STOCK

This corporation shall issue stock in accordance with Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 3rd day of December, 1998.


FAITH A. PELFREY


MARGARET CURRY

STATE OF FLORIDA
COUNTY OF WALTON

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FAITH A. PELFREY and MARGARET CURRY, and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this the 3rd day of December, 1998.


Notary Public

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PANHANDLE FLAMINGO BINGO, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of DeFuniak Springs, County of Walton, State of Florida, has named DAVID JOHNSON, 501 West Nelson Avenue, DeFuniak Springs, Florida, 32433, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



DAVID JOHNSON
Registered Agent

Sworn to and subscribed before me on this the 3rd day of December, 1998.

My Commission Expires:



Notary Public



Pat Baldwin
MY COMMISSION # CC747987 EXPIRES
June 3, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
98 DEC -7 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA