

P99000033215

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

400002831874--5  
-04/07/99--01042--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Mrs. B's Bingo, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED 99

FROM: Evelyn M. Fletcher  
Name (Printed or typed)  
Hawkins & Parnell, LLP  
4000 SunTrust Plaza  
303 Peachtree Street, N.E.  
Address

Atlanta, Georgia 30308-3243  
City, State & Zip

(404) 614-7571  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED  
APR - 7 PM 3:13  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature and date 4/12/99*

Articles Of Incorporation  
Of

**Mrs. B's Bingo, Inc.**

FILED  
99 APR -7 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Emily Bentley, the undersigned incorporator, a citizen of the United States, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

I. NAME

The name of the corporation is **Mrs. B's Bingo, Inc.**, (the "Corporation").

II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

Mrs. B's Bingo, Inc.  
5920 Ard Drive  
Youngstown, Florida 32466

III. SHARES

The total number of shares of stock which the Corporation shall be authorized to issue is 10,000 (ten thousand) shares of capital stock, all of which shall be designated "common stock" at a par value of \$.01 (penny) per share. The shares of common stock shall have unlimited voting rights and shall be entitled to receive all of the net assets of the Corporation upon liquidation or dissolution.

IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the Corporation's initial registered office and the name of the initial registered agent at that office is:

Bo Creel  
c/o Mrs. B's Bingo, Inc.  
5920 Ard Drive  
Youngstown, Florida 32466  
Bay County

#### V. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Emily Bentley  
P.O. Box 285  
Youngstown, Florida 32466

#### VI. ORGANIZATION

The Corporation is organized pursuant to the provisions of the Florida Business Corporation Act.

#### VII. DURATION

The Corporation shall have perpetual duration.

#### VIII. PURPOSE

The objective of the Corporation is lawful pecuniary gain and profit and the Corporation is formed for the purpose of engaging in lawful business transactions for profit and engaging in such other lawful businesses as the Board of Directors may from time to time specify by resolution.

#### IX. DIRECTORS

A. The name and address of the initial Director of the Corporation is:

Emily Bentley  
P.O. Box 285  
Youngstown, Florida 32466

B. Unless otherwise provided herein, the quorum and voting requirements of the Board of Directors shall be governed by the By-Laws of Mrs. B's Bingo, Inc.

## X. AMENDMENT

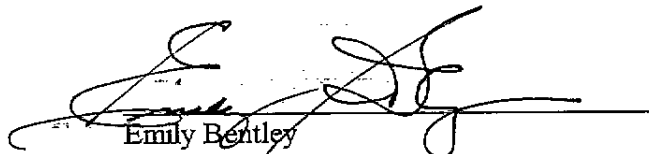
Unless otherwise required by Florida law, a majority of the Board of Directors shall be required to amend these Articles of Incorporation.

## XI. INDEMNITY

No Director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of his duty to care or other duty as a Director; provided, that this provision shall eliminate or limit the liability of a Director only to the extent permitted from time to time by the Florida statutes or successor law or laws. Any further indemnification shall be set forth in the Bylaws.

IN WITNESS WHEREOF, the party hereto has affixed his hand and seal, this 2<sup>nd</sup> day of

April, 1999.

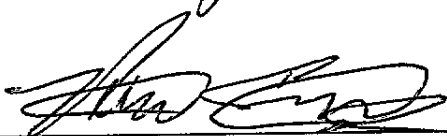
  
Emily Bentley  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF BAY

I hereby certify that on this day personally appeared before me  
Emily Bentley, the undersigned authority, to me well known and well known to  
me to be the person who executed the foregoing instrument and acknowledge before me that he  
(she) executed same freely and voluntarily for the uses and purposes therein set forth and  
expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on  
this 2nd day of April, 1999.

Sworn to and subscribed before me this  
2nd day of April, 1999.



Notary Public

My Commission Expires: Feb 3, 2001



Hilton E Creel  
My Commission CC518315  
Expires February 3, 2001

**ACCEPTANCE OF INITIAL REGISTERED AGENT**

*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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



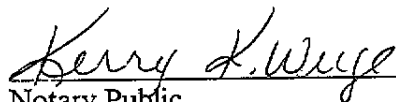
Bo Creel, c/o Mrs. B's Bingo  
REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF BAY

I hereby certify that on this day personally appeared before me  
Bo Creel, the undersigned authority, to me well known and well known to me to be the person who executed the foregoing instrument and acknowledge before me that he (she) executed same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 2<sup>nd</sup> day of April, 1999.

Sworn to and subscribed before me this  
2<sup>nd</sup> day of April, 1999.



Notary Public

My Commission Expires:

Notary Public, Clayton County, Georgia  
My Commission Expires March 3, 2002

311301

FILED  
99 APR - 7 PM 3.13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA