



THE UNITED STATES
CORPORATION
COMPANY

P99000034104

99 APR 14 AM 11:57

ACCOUNT NO. : 072100000032

REFERENCE : 204632 162004A

AUTHORIZATION :

COST LIMIT : \$ PPD

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 14, 1999

ORDER TIME : 10:42 AM

ORDER NO. : 204632-005

CUSTOMER NO: 162004A

CUSTOMER: Sheila S. Lang, Cpa
SHEILA S. LANG, CPA
SHEILA S. LANG, CPA
1219 E. Colonial Drive

Orlando, FL 32803

DOMESTIC FILING

NAME: GOLDEN NUGGET SPORTS BAR, INC.

300002838783--2

-04/14/99--01045--018

*****78.75 *****78.75

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

PH 4/14/99 ✓

TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

99 APR 14 AM 11:28

RECEIVED

TRANSMITTAL LETTER

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

SUBJECT : Golden Nugget Sports Bar, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :
\$78.75
Filing Fee & Certified Copy
(Additional Copy Required)

From: Gan Leung Lam
Name (printed or typed)

8660 W. HWY 192
Address

Kissimmee, FL 34747
City, State & Zip

(407) 397-7171
Daytime Telephone number

ARTICLES OF INCORPORATION

OF

Golden Nugget Sports Bar, Inc.

FILED

99 APR 14 PM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Golden Nugget Sports Bar, Inc.

The principal place of business and the mailing address of the corporation shall be: 8660 W. HWY 192, Kissimmee, FL 34747

ARTICLE II. EXISTENCE OF CORPORATION

This Corporation shall have perpetual duration unless sooner dissolved according to law.

ARTICLE III. PURPOSE AND GENERAL POWERS

The general purpose of this corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the act. This corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8660 W. HWY 192, Kissimmee, FL 34747 and the initial registered agent of the Corporation at that address shall be Gan Leung Lam.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall consist of two directors. The names and addresses of the directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Gan Leung Lam	3049 Bloomsbury Dr., Kissimmee, FL 34747
Ruben Sanchez-Serrano	8801 Kensington Court, Kissimmee, FL 34747

The number of Directors of this Corporation shall be the number from time to time fixed by the shareholders, or by the Directors, in accordance with the terms and conditions of Bylaws, but at no time shall said number of Directors be less than one.

ARTICLE VII OFFICERS

The name and address of the officer of this corporation who, subject to these Articles, the Bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors of this corporation for the election of permanent officers or until their successors have been duly elected and qualified is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Gan Leung Lam	President	3049 Bloomsbury Dr., Kissimmee, FL 34747
Ruben Sanchez-Serrano	V.P.	8801 Kensington Court, Kissimmee, FL 34747

ARTICLE VIII AMENDMENT

This corporation reserves the right to amend, alter, add, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation. All actions, including, but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

ARTICLE IX BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X INCORPORATOR

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

Gan Leung Lam

8660 W. HWY 192, Kissimmee, FL 34747

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 13th day of April, 1999.


Signature

**CERTIFICATE DESIGNATION OF PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

APR 14 PM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Golden Nugget Sports Bar, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Gan Leung Lam as its Registered Agent to accept service of process within the of Florida with its registered office located at 8660 W. Hwy 192, Kissimmee, FL 34747

ACKNOWLEDGMENT

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.



(Signature)

Gan Leung Lam, Registered Agent

4-13-99

(Date)