

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Bingo Cruises, Inc.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
BINGO CRUISES, INC.**

THE UNDERSIGNED, incorporator, in order to form a corporation for the purposes herein stated, under and pursuant to the provisions of the Florida Business Corporation Act (the "Act") hereby adopts the following Articles of Incorporation ("Articles"):

ARTICLE I - NAME

The name of the corporation (hereinafter called the "Corporation") is **BINGO CRUISES, INC.**

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - STREET AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 127 Barefoot Cove, Hypoluxo, Florida 33462.

ARTICLE IV - PURPOSE

The purpose for which the Corporation is organized is to engage in the transaction of any lawful business for which corporations may be organized under the laws of the State of Florida.

ARTICLE V - CAPITAL STOCK

The total number of shares of all classes of stock which the Corporation shall have authority to issue is ONE THOUSAND (1,000) shares of common stock, no par value per share, entitling the holders thereof to one (1) vote per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent for the Corporation is Michael G. Park, Esq., Stroock & Stroock & Lavan LLP, 200 South Biscayne Boulevard, Suite 3300, Miami, Florida 33131-2385.

ARTICLE VII - BYLAWS

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

Prepared by:
Michael G. Park, Esq.
Florida Bar No. 0855870
Stroock & Stroock & Lavan LLP
200 S. Biscayne Boulevard, Suite 3300
Miami, Florida 33131
(305) 358-9900

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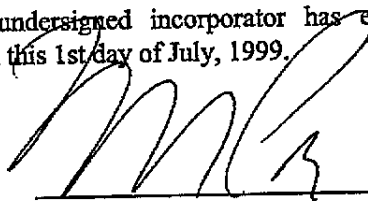
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ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: Michael G. Park, Esq., Stroock & Stroock & Lavan LLP,
200 South Biscayne Boulevard, Suite 3300, Miami, Florida 33131-2385.

IN WITNESS WHEREOF, the undersigned incorporator has executed, subscribed and
acknowledged these Articles of Incorporation this 1st day of July, 1999.

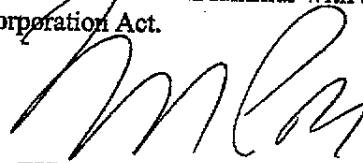


MICHAEL G. PARK, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of **BINGO CRUISES, INC.**, and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



MICHAEL G. PARK, ESQ.

Dated: July 1, 1999

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