McCLosky

SMITH

SCHUSTER & RUSSELL, P.A.

ATTORNEYS AT LAW

222 LAKEVIEW AVENUE SUITE 800 WEST PALM BEACH, FLORIDA 33401

000003038240

-11/08/99--01103--006 \*\*\*\*122.50 \*\*\*\*\*78.75

TELEPHONE: (561) 838 -4500 FAX: (561) 832-3036

November 5, 1999

# VIA OVERNIGHT MAIL

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE:

VEGAS GLOBAL, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	_52.50

Total

\$122.50

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

KEITH A JAMES

KAN/jmd Enclosures

Mr. Stu Linder

SECRETARY OF STATE AND A MASSEE, FLORIDA

A. Howell NOV 9 1999

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

## <u>OF</u>

# VEGAS GLOBAL, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

### **ARTICLE I**

#### <u>NAME</u>

The name of the Corporation is VEGAS GLOBAL, INC.

#### ARTICLE II

## **DURATION**

The Corporation shall have perpetual existence.

# ARTICLE III

# PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 453 Lake Dora Drive, West Palm Beach, Florida 33411.

#### ARTICLE IV

#### **PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE V

#### **CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

#### **ARTICLE VI**

## INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 222 Lakeview Avenue, Suite 800, West Palm Beach, Florida 33401. The name of the initial registered agent of the Corporation at that address is KEITH A. JAMES, ESQ.

#### ARTICLE VII

### INITIAL DIRECTOR

The name and street address of the initial director of the Corporation is as follows:

Address:

Name:

1. Stu Linder 453 Lake Dora Drive

West Palm Beach, Florida 33411

## ARTICLE VIII

## **BYLAWS**

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

## **ARTICLE IX**

# INCORPORATOR

The name and street address	of the incorporator is as follows:	
Name:	Address:	· · · · · · · · · · · · · · · · · ·
KEITH A. JAMES, ESQ.	222 Lakeview Avenue, Suite 800 West Palm Beach, Florida 33401	
IN WITNESS WHEREOF, this 44 day of November, 1999.	the undersigned has executed these Articles of In	acorporation
KEITE	A JAMES, ESQ.	
STATE OF FLORIDA COUNTY OF PALM BEACH		
The foregoing Articles of In November, 1999, by KEITH A. JAM	ncorporation were acknowledged before me this IES, ESQ., who:	40 day of
[ /] is personally known to [ ] has produced identific		
<u> </u>	Julie May Level	
JÜLIE MAY DOLL (Print Tyr	Priblic, State of Florida  July Commissioned Name of Notary Public)	
MY COMMISSION # CC 553094 EXPIRES: May 6, 2000 Bonded Thru Notary Public Underwriters	, . ,	

# ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, KEITH A. JAMES, ESQ., am familiar with and accept the obligations of the appointment as the initial registered agent of VEGAS GLOBAL, INC., as made in the foregoing Articles of Incorporation.

DATED this 4th day of November, 1999.

KEPTHA. JAMES, ESQ.

-8 PM 4: 21

ARY OF STATE
ORIDA