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NEIL G. KIEFER
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Clearwater, Florida 34623-2019
Telephone: (813) 725-2551

December 4, 1996

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Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

Re: Premier Players Enterprises, Inc.

Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above referenced corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

| | |
|----------------------|--------------|
| Filing Fee | \$ 35.00 |
| Certified Copy | 52.50 |
| Registered Agent Fee | <u>35.00</u> |
| Total Fees | \$122.50 |

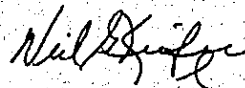
Please file the original of the enclosed Articles of Incorporation and return a certified copy directly to the undersigned.

Your prompt attention to this matter is greatly appreciated.

Sincerely,

DEC 9 1996

BSB



NEIL G. KIEFER

NGK/lg
Enclosures

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DEC - 6 PM 6:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PREMIER PLAYERS ENTERPRISES, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is **PREMIER PLAYERS ENTERPRISES, INC.**

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is: 5520 Gunn Highway, Unit 813, Tampa, Florida 33624.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: Michael T. White
Address: 5520 Gunn Highway, Unit 813
Tampa, Florida 33624

ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial Director of this corporation are:

Michael T. White

5520 Gunn Highway, Unit 813
Tampa, FL 33624

Carnell Moore

3808 Cypress Meadow Road
Tampa, FL 33612

ARTICLE VI.

INCORPORATORS

The names and addresses of the incorporators of this corporation are:

Michael T. White

5520 Gunn Highway, Unit 813
Tampa, FL 33624

Carnell Moore

3808 Cypress Meadow Road
Tampa, FL ~~33612~~ 33624 (cm)

ARTICLE VII.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporators, have hereunto set the undersigneds' hands and seals this 31 day of October, 1996, for the purpose of organizing this corporation under the laws of the State of Florida.



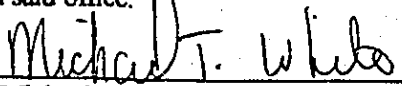
Michael T. White



Carnell Moore

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 provision of said Act relative to keeping open said office.



Michael T. White

Dated: October 31, 1996