

CSL
P94000029019

ACCOUNT NO. : 072100000032

REFERENCE : 420549 4809148

AUTHORIZATION : *Patricia Pzyut*

COST LIMIT : \$ 35.00

ORDER DATE : June 6, 1997

ORDER TIME : 10:06 AM

ORDER NO. : 420549

CUSTOMER NO: 4809148

300002205633--4

CUSTOMER: David Marote, Legal Asst
Hilton Hotels Corporation
9336 Civic Center Drive
Building A
Beverly Hills, CA 90210

CHANGE OF AGENT

NAME: BALLY'S ENTERTAINMENT FLORIDA,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Paula K. Kendrick

SECRET
TALLAHASSEE FLORIDA
97 JUN -9 PM 2:07
RECEIVED
97 JUN -9 AM 11:33
DIVISION OF CORPORATION

619
Patricia Pzyut
change

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: BALLY'S ENTERTAINMENT FLORIDA, INC.

1b. The mailing address of the corporation is: 8700 West Bryn Mawr Chicago, Illinois 60631

1c. Date of incorporation: Florida Document number:

2. The name and address of the current registered agent and office:

CT Corporation System
1200 S. Pine Island Road
Plantation, Florida 33324

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

The Prentice-Hall Corporation System, Inc.
1201 Hays Street, Suite 105
Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Matthew J. Hart (Signature)

(Signature of an officer, chairman or vice chairman of the board)

3/14/97

(Date)

MATTHEW J. HART, VICE PRES. & TREASURER
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

The Prentice-Hall Corporation System, Inc.

By: (Signature)

(Signature of Registered Agent)

If signing on behalf of an entity:

A. P. Polizzi

(Typed or Printed Name)

6-6-97

(Date)

Assistant Vice President

(Capacity)

97 JUN -9 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA