

CSC P94000030053

ACCOUNT NO. : 072100000032  
REFERENCE : 420549 4809148  
AUTHORIZATION : *Patricia Puyate*  
COST LIMIT : \$ 35

ORDER DATE : June 6, 1997  
ORDER TIME : 10:09 AM  
ORDER NO. : 420549  
CUSTOMER NO: 4809148

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

100002205631--0

CHANGE OF AGENT

NAME: BALLY'S FLORIDA CASINO, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY

CONTACT PERSON: Paula K. Kendrick

RECEIVED  
97 JUN -9 AM 11:32  
DIVISION OF CORPORATION  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
97 JUN -9 PM 2:06  
FILED

619  
*John R.A. Chang*

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 FLORIDA CASINO, 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 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 PH 2:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA