



THE UNITED STATES
CORPORATION
COMPANY

F94000001873

ACCOUNT NO. : 072100000032

REFERENCE : 265612 4809148

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 35.00

FILED
97 FEB 20 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 19, 1997

ORDER TIME : 10:11 AM

ORDER NO. : 265612-005

500002093329--8

CUSTOMER NO: 4809148

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

FOREIGN FILINGS

NAME: BALLY ENTERTAINMENT
CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: David St./TSY

Withdrawal
2/20/97
DC

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Bally Entertainment Corporation

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.


c/o Hilton Hotels Corporation, Legal Dept., 9336 Civic Center Drive

(Mailing Address)

Beverly Hills, California 90210

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

1/23/97

Date

James S. Montana, Jr.

Typed or printed name

Senior Vice President

Title