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BASIC AMENDMENT

POGO AMUSEMENTS, INC.

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Name Change

05/17/02

5/16/2002

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
POGO AMUSEMENTS, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts these Articles of Amendment.

FIRST: The name of the Corporation is POGO AMUSEMENTS, INC.

SECOND: The Articles of Incorporation of this Corporation are amended by changing Article I so that, as amended, said Article shall read as follows:

ARTICLE I

The name of the Corporation is POGO'S AMUSEMENTS, INC.

THIRD: The amendment to the Articles of Incorporation of the Corporation set forth above was adopted on May 16, 2002.

FOURTH: The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed on May 16, 2001.

RAX CO., Incorporator

By Jerry C. Lee
Jerry C. Lee, Vice President