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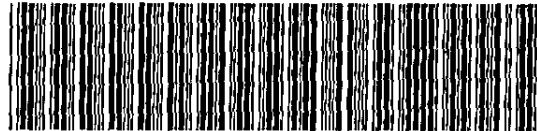
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**PAMELA A.M. CAMPBELL, P.A.**

ATTORNEY AT LAW

Phone: (727) 894-7000  
Fax: (727) 821-4042  
E-mail: pcampbell@PamCampbellPA.com

Plaza Tower, Suite 1404  
111 Second Avenue N.E.  
St. Petersburg, Florida 33701

March 2, 2005

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida

Re: Pinnacle Amusements South, Inc.

To Whom It May Concern:

Name of Corporation: PINNACLE AMUSEMENTS SOUTH, INC.

Document Number: P05000012241

The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Pamela A.M. Campbell, Esquire  
PAMELA A.M. CAMPBELL, P.A.  
111 Second Avenue N.E.  
Suite 1404  
St. Petersburg, Florida 33701

For further information concerning this matter, please call the following:

Pamela A.M. Campbell at (727) 894-7000.

Enclosed is a check for \$43.75 for the Filing Fee and Certified Copy (additional copy enclosed). Please return the Certified Copy in the self-addressed Federal Express envelope provided for your convenience.

Sincerely,



Pamela A.M. Campbell

PAMC/ylhr

**ARTICLES OF AMENDMENT  
to  
Articles of Incorporation  
of  
PINNACLE AMUSEMENTS SOUTH, INC.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation:

**AMENDMENT ADOPTED:**

**ARTICLE VI.  
DIRECTORS**

The Corporation shall be managed by a Board of Directors of at least one (1) Director. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as member of the initial Board of Directors is as follows:

A. BRENT FISHER - President/Treasurer

The date of this amendment is adopted and becomes effective: March 1, 2005

Adoption of Amendment: was adopted by the Board of Directors without shareholder action and shareholder action was not required.

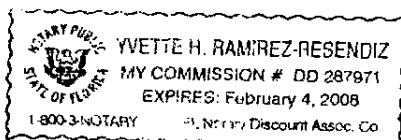
IN WITNESS WHEREOF, this Article of Amendment has been signed this 2<sup>ND</sup> day of March, 2005.

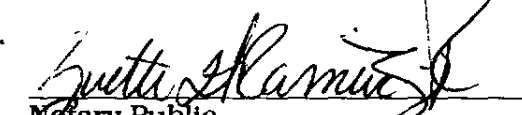
  
A. BRENT FISHER, President

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, personally appeared A. BRENT FISHER, who is personally known to me, and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 2nd day of March, 2005, in the aforesaid County and State.



  
Notary Public  
Print Name:  
Commission No.:  
My Commission Expires: