

P06000005262

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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
FLL HOTELS, INC.**

The following provisions of the Amended and Restated Articles of Incorporation Articles of Incorporation of FLL Hotels, Inc., a Florida corporation (the "Corporation"), filed with the Department of State on September 19, 2012, by document number P06000005262, be and they are hereby amended as shown below:

1. Article 3 is hereby deleted in its entirety and replaced with the following:

ARTICLE 3 – CAPITAL STOCK

The number of shares the Corporation is authorized to issue is One Hundred Thousand (100,000) shares, consisting of One Thousand (1,000) shares of Class A voting shares, par value \$1.00 per share, and Ninety-Nine Thousand (99,000) shares of Class B non-voting shares, par value \$0.01 per share.

The foregoing amendment was adopted by a Joint Consent Action of the Shareholders and the Board of Directors of the Corporation, dated as of the 20 day of December, 2012. The number of votes cast by the shareholders in favor of the foregoing amendment was sufficient to approve the foregoing amendment.

IN WITNESS WHEREOF, the undersigned being the President of this Corporation, has executed these Articles of Amendment on this 20th day of December, 2012.



Sanjaykumar J. Patel, President