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CORPORATION(S) NAME

Goldcoast Entertainment Corporation

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- THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF
INCORPORATION THIS FIRST DAY OF MARCH, 1995.

Michael A. Hlavsa, V.P./Treasurer
MICHAEL A. HLAVSA, VICE PRESIDENT/TREASURER

DATED MARCH 9, 1995

CT CORPORATION SYSTEM

BY

ADRIENNE M. JACKLIN, ASST. SECY.

06/05/96

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DEPARTMENT OF STATE

500 E. BROWARD BLVD., STE. 1400

STATE OF FLORIDA

ATTENTION, MICHELLE

400 EAST GAINES STREET

FT. LAUDERDALE FL 33394- 0000

TALLAHASSEE, FL 32399

CONTACT, MARY BLACKFORD CHERRY

FAX, (904) 822-4000

PHONE, (407) 650-0720

FAX, (305) 523-1722

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DOCUMENT TYPE, BASIC AMENDMENT

NAME, GOLDCOAST ENTERTAINMENT CORPORATION

FAX AUDIT NUMBER, H96000007866

CURRENT STATUS, REQUESTED

DATE REQUESTED, 06/05/1996

TIME REQUESTED, 11:06:50

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1996

GOLDCOAST ENTERTAINMENT CORPORATION
1409 ROSE BLVD.
BUFFALO GROVE, IL 60089

SUBJECT: GOLDCOAST ENTERTAINMENT CORPORATION
REF: P95000019724

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Articles three of the original articles list the authorized number of shares. Please correct your document.

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Linda Stitt
Corporate Specialist

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Michael G. Flatner, Esq.

Florida Bar No.: 366331

Gunster, Yoakley, Valdes-Fauli &
Stewart, P.A.

500 E. Broward Blvd., Ste. 1400

Ft. Lauderdale, FL 33394

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GOLDCOAST ENTERTAINMENT CORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, Goldcoast Entertainment Corporation, a Florida corporation, hereby amends its Articles of Incorporation as follows:

Article 3 is hereby amended to read as follows:

"3. The number of shares the corporation is authorized to issue is 10,000 shares of common stock, par value \$.01 per share."

Article 8 is hereby added to read as follows:

"8. The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act."

Article 9 is hereby added to read as follows:

"9. Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, this corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified."

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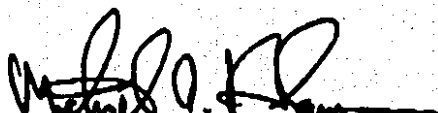
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TALLAHASSEE, FLORIDA

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This Amendment was adopted by all of the incorporators on April 29, 1996, prior to the issuance of shares in accordance with Sections 607.1005 and 607.1006 Florida Statutes and shareholder action was not required.

Dated: April 29, 1996


David N. Grossman, Incorporator


Michael A. Ilavsa, Incorporator

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