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January 25, 2002

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Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

RE: Articles of Amendment of North Riverside Park
Apartments, Inc.

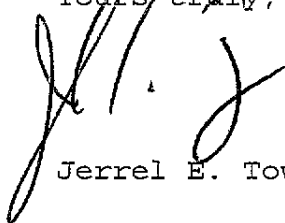
Dear Sir or Madam:

Enclosed please find the above-referenced document,
along with our check in the amount of \$35.00 for your fee.

Please return the recorded Articles of Amendment to us.

Thank you for your assistance in this matter.

Yours truly,



Jerrel E. Towery

JET/rks

Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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cc
w/chr

ARTICLES OF AMENDMENT
OF
NORTH RIVERSIDE PARK APARTMENTS, INC.

1. These Amendments to the Articles of Incorporation of the above-named Corporation, were made by unanimous vote of the Shareholders of the Corporation, pursuant to Florida Statutes, Section 607.1003, Sub Paragraph (6). The number of votes cast for the Amendments by the Shareholders of the only class of stock issued by the Corporation, was sufficient for approval of these Amendments.

2. The Amendments set forth herein were all adopted at an annual meeting of the Shareholders of the Corporation held on October 31, 2001.

3. The Articles of Incorporation of the above-named Corporation are hereby amended as follows:

The name of the Corporation is changed to DOVER MOTORSPORTS, INC.

IN WITNESS WHEREOF, I the undersigned, has executed these Articles of Amendment this 24th day of January, 2002.

DOVER MOTORSPORTS, INC.,
formerly known as NORTH RIVERSIDE PARK
APARTMENTS, INC.

By: _____

EDWARD DOVER
PRESIDENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument, Articles of Amendment, was acknowledged before me, this 24th day of January, 2002, by EDWARD DOVER, the President of DOVER MOTORSPORTS, INC., formerly known as NORTH RIVERSIDE PARK APARTMENTS, INC., on behalf of the Corporation. He is personally known to me, or has produced N/A as identification and did take an oath.

Robert K. Scaglione
Signature of Notary Public

Robert K. Scaglione
Printed Name of Notary Public

Notary Public
Title or Rank

My Commission Expires:

