

P97000104687

TRANS WORLD GAMING CORPORATION

2300 East Oakland Park Blvd

Suite 200

Fort Lauderdale FL 33306

Tel: 954 568-3040

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FILED
98 DEC 14 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 10, 1998

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

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-12/14/98-01061-011
*****35.00 *****35.00

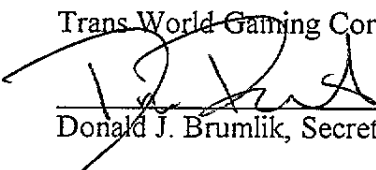
Gentlemen:

Enclosed for filing are Amended Articles of Incorporation for Trans World Gaming Corporation. Also enclosed is our check in the amount of \$35. for the Filing Fee.

We appreciate your filing the enclosed Amended Articles of Incorporation.

Yours very truly,

Trans World Gaming Corporation


Donald J. Brumlik, Secretary

Amend

VS DEC 29 1998

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
TRANS WORLD GAMING CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation by stating the following.

FIRST; The present name of the Corporation is Trans World Gaming Corporation.

SECOND: The following amendment to its Articles of incorporation was adopted:

1 Article IV is amended as follows:

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue two classes of stock, common stock and preferred stock, as follows:

A. Common Stock.

The common stock of the corporation shall have the following characteristics:

- (a) The aggregate number of shares of common stock which the corporation shall have the authority to issue is 6,000,000 shares. All common stock, when issued, shall be fully paid and non-assessable;
- (b) Par value shall be \$0.01 per share; and
- (c) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

B. Preferred Stock.

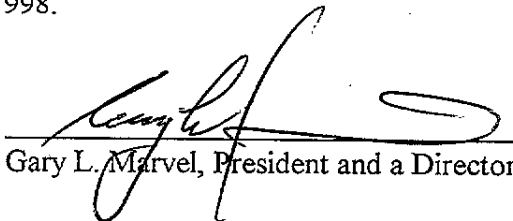
The preferred stock of the corporation shall have the following characteristics:

- (a) The aggregate number of shares of preferred stock which the corporation shall have the authority to issue is 1,800,000 shares;
- (b) Par value shall be \$0.01 per share; and
- (c) The shares of preferred stock may be issued in such series, with such designations, preferences, stated values, rights, qualifications or limitations as determined solely by the board of directors of the corporation.

The date of the amendment's adoption is November 23, 1998.

THIRD The foregoing amendment was adopted by the directors and shareholders of the Corporation, and the number of votes cast for the amendment were sufficient for approval.

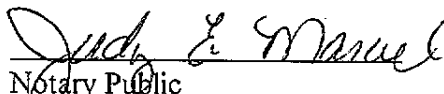
The undersigned has executed these Articles of Amendment to the Articles of Incorporation this 7th day of December, 1998.


Gary L. Marvel, President and a Director

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The forgoing instrument was acknowledged before me this 30th day of November, 1998, by Gary L. Marvel who is personally known to me or who has Produced his driver's license as identification and who did not take the oath.

My Commission Expires:


Notary Public
State of Florida at Large

