

State of South Carolina



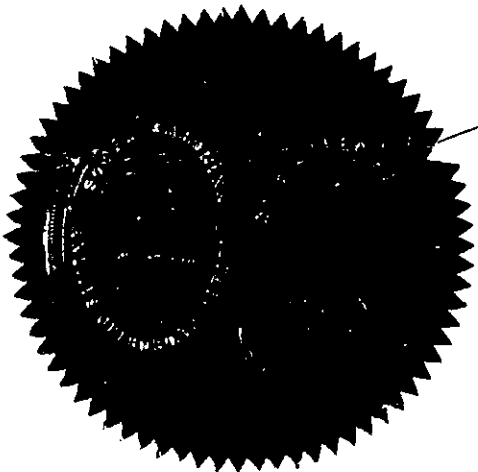
Office of the
Secretary of State

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GREENVILLE CO. S. C.
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CLERK
R. M. S. NORTH

I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify:

THAT THE ATTACHED MERGER AGREEMENT BETWEEN "STAR AMUSEMENT COMPANY, INC.", A SOUTH CAROLINA CORPORATION, AND "STAR DEVELOPMENT COMPANY, INC.", A NORTH CAROLINA CORPORATION, BY WHICH "STAR DEVELOPMENT COMPANY, INC." IS MERGED INTO "STAR AMUSEMENT COMPANY, INC." WITH AN AUTHORIZED CAPITAL STOCK OF TWO HUNDRED THOUSAND (\$200,000.00) DOLLARS DIVIDED INTO TWO THOUSAND (2,000) SHARES OF THE PAR VALUE OF ONE HUNDRED (\$100.00) DOLLARS EACH AND THE PRINCIPAL PLACE OF BUSINESS GREENVILLE, SOUTH CAROLINA, IS A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE MERGER AGREEMENT NOW ON FILE IN THIS OFFICE.

THE SAID MERGER AGREEMENT, IN ACCORDANCE WITH THE SOUTH CAROLINA LAW, NOW BEING THE CHARTER OF "STAR AMUSEMENT COMPANY, INC.", ALL OF WHICH IS DULY CERTIFIED AS SHOWN BY DOMESTIC CORPORATION FILE NO. 38725.



Given under my Hand and the Great Seal
of the State at Columbia this 31st day
of October, A. D., 1963,
and in the one hundred and 88th
year of the Independence of the United States
of America.

O. Frank Thornton

O. Frank Thornton
Secretary of State