

State of Idaho

Department of State

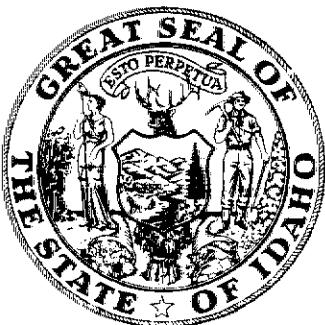
CERTIFICATE OF AUTHORITY OF

CAESARS LIMITED
File number C 121089

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CAESARS LIMITED for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CAESARS LIMITED to transact business in this State under the name CAESARS LIMITED and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 2, 1997



Pete T. Cenarrusa
Pete T. Cenarrusa
SECRETARY OF STATE
By *Deputy* *Pete T. Cenarrusa*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

OCT 2 4 12 PM '97

1. The name of the corporation is Caesars Limited2. The name which it shall use in Idaho is Caesars Limited3. It is incorporated under the laws of the Island of Guernsey4. Its date of incorporation is 6-30-955. The address of its principal office is P. O. Box 146 Town Mills South, La Rue
du Pre, St. Peter Port, Guernsey GY13HZ6. The address to which correspondence should be addressed, if different from item 5, is c/o Michael E. Thomas, P. O. Box 829, Boise, ID 837017. The street address of its registered office in Idaho is 101 S. Capitol Blvd., 10th Floor,
Boise, ID, and its registered agent in Idaho at that address is Idaho Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>J. E. Pagnier</u>	<u>Director</u>	<u>P. O. Box 146, Town Mills South, La Rue du Pre, St. Peter Port, Guernsey GY1 3HZ</u>
<u>P. A. Russell</u>	<u>Director</u>	<u>P. O. Box 146, Town Mills South, La Rue du Pre, St. Peter Port, Guernsey GY1 3HZ</u>

Dated: 29th August 1997

Caesars Limited
(Corporation name)
By bluwell

Its Director
(specify capacity of signer)

Customer Acct #: IDaho SECRETARY OF STATE (If using pre-paid account)	
00-137143-00-00 CK: 137143 CT: 1117 DR: 42533	
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I, STEPHEN JOHN FRANCIS, Her Majesty's Deputy Greffier, in the Island of Guernsey, hereby certify:-

1. That the Memorandum of Association and Articles of Association of CAESARS LIMITED were registered on the records of the said Island by Act of the Royal Court dated the 30th day of June, 1995.
2. That the said Company has filed the statutory annual return due on the 1st day of January, 1997 and paid all fees thereon.
3. That the said Company remains on the register of limited liability companies this day.

S.J. Francis.
Her Majesty's Deputy Greffier.

SEP 29 11 1997

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Greffie, Guernsey.

This 22nd day of July, 1997.

