

# State of Idaho

## Department of State

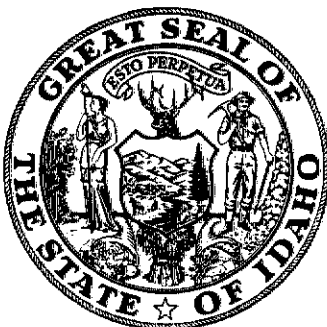
### AMENDED CERTIFICATE OF AUTHORITY OF

EMBASSY SUITES, INC.  
File Number C 90277

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of EMBASSY SUITES, INC. for an Amended Certificate of Authority to transact business in this State, duly executed 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 Amended Certificate of Authority to HARRAH'S OPERATING COMPANY, INC. to transact business in this State under the name HARRAH'S OPERATING COMPANY, INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: August 28, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shirley J. Clark*

# APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho:

Pursuant to Section 30-1-118, **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on September 7 19 89, authorizing it to transact business in the State of Idaho under the name of Embassy Suites, Inc.
2. Its corporate name has been changed to Harrah's Operating Company, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is \_\_\_\_\_

It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional changes are proposed, insert "No change.")

Dated August 16, 1995

Harrah's Operating Company, Inc.  
(Corporation Name)

By William S. McCalmont  
Its President/Vice President (please specify)  
William S. McCalmont

And Rebecca W. Ballou  
Its Secretary/Assistant Secretary (please specify)  
Rebecca W. Ballou

STATE OF Tennessee )  
 )ss:  
COUNTY OF Shelby )

I, Lucile E. Miller, a notary public, do hereby certify that on this 16th day of August, 19 95, personally appeared before me William S. McCalmont, who being by me first duly sworn, declared that (s)he is the Vice President of Harrah's Operating Company, Inc.

that (s)he signed the foregoing documents as Vice President of the corporation and that the statements therein contained are true.

Lucile E. Miller

Notary Public

Submit application and filing fee to:

Office of the Secretary of State  
Division of Corporations  
Statehouse, Room 203  
Boise, Idaho 83720

Secretary of State use only

**IDAH0 SECRETARY OF STATE**

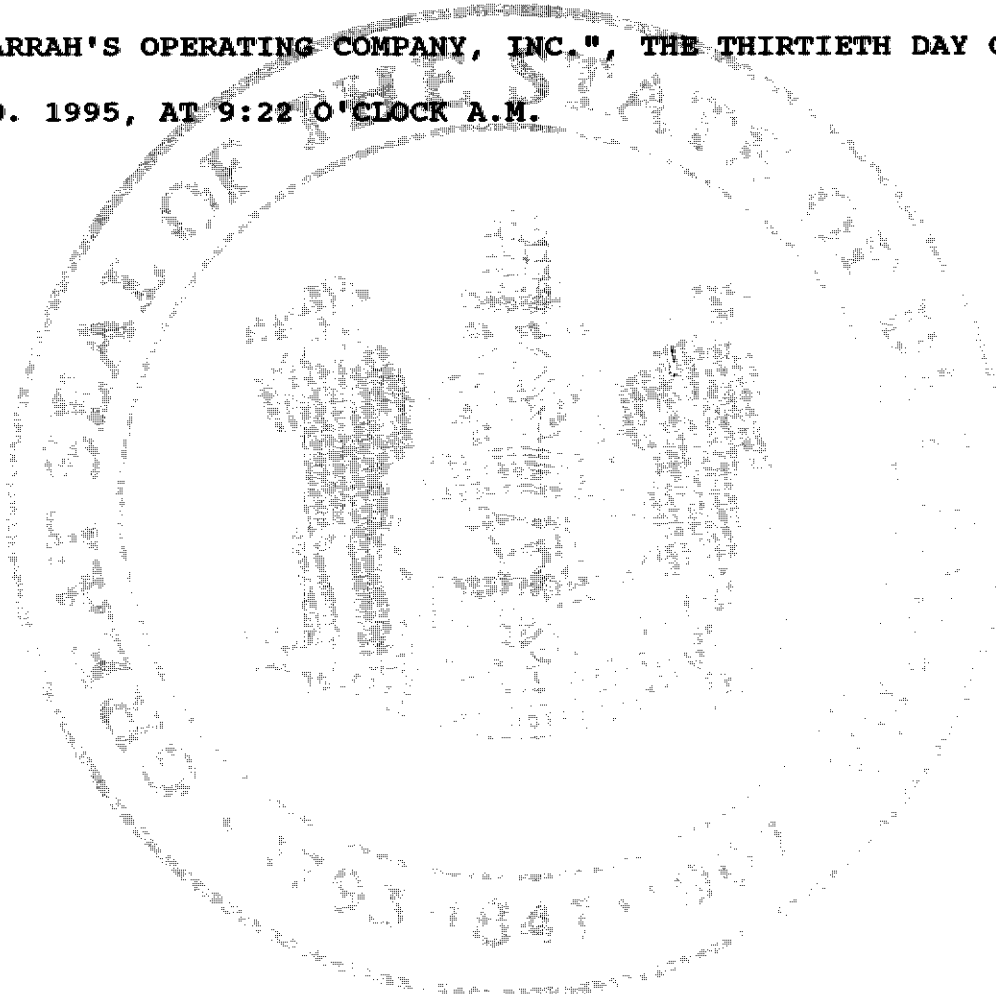
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Customer # 15948  
IVC960010626 16384  
CORPORATION AMENDED CERT AUTHORITY

1 @ 30.00 = 30.00

Office of the Secretary of State  
 Aug 28 10 34 AM '95

SECRETARY  
 STATE OF DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
 DELAWARE, DO HEREBY CERTIFY THAT THE SAID "EMBASSY SUITES,  
 INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO  
 "HARRAH'S OPERATING COMPANY, INC.", THE THIRTIETH DAY OF JUNE,  
 A.D. 1995, AT 9:22 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

7596482

DATE:

08-03-95

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