

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

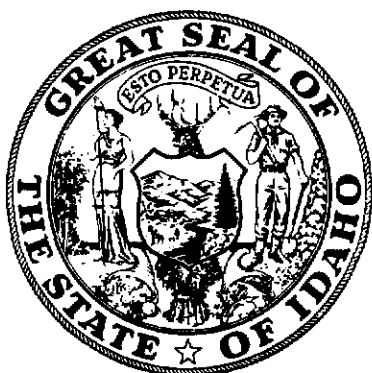
MIDDLE FORK LODGE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of MIDDLE FORK LODGE, INC.

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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated October 25, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

Lucy J. Clark
Corporation Clerk

ARTICLES OF DISSOLUTION

OCT 26 2 39 PM '90 OF

SECRETARY OF STATE
MIDDLE FORK LODGE, INC.OCT 16 3 22 PM '90
SECRETARY OF STATE

I.

The name of this corporation being dissolved by these Articles is MIDDLE FORK LODGE, INC. The corporation's address is P.O. Box 10, Reno, Nevada 89520.

II.

The names and addresses of the last officers and directors of this corporation, and their respective offices, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE HELD</u>
Philip G. Satre	P.O. Box 10 Reno, NV 89520	President & Director
Holmes G. Hendricksen	P.O. Box 10 Reno, NV 89520	Vice President
Patricia Becker	P.O. Box 10 Reno, NV 89520	Secretary & Director
Thomas J. Carr, Jr.	P.O. Box 10 Reno, NV 89520	Directors; VP & Treasurer
Janet Beronio	P.O. Box 10 Reno, NV 89520	Assistant Secretary
Dennis Gallagher	P.O. Box 10 Reno, NV 89520	Assistant Secretary

III.

A written consent of the Shareholders voluntarily dissolving this corporation pursuant to Idaho Code § 30-1-83 was executed on January 9, 1990. Following the execution of that written consent, the corporation caused notice of its prospective dissolution to be mailed to each of its known actual or potential creditors, not less than thirty (30) days prior to the filing of these Articles of Dissolution.

IV.

All debts, obligations and liabilities of the corporation have been paid and discharged in their entirety.

V.

All remaining property and assets of the corporation have been distributed in accordance with the Articles of Incorporation, and to the sole shareholder, Harrah's Club, a Nevada corporation.

VI.

There are no suits pending against the corporation in a Court or other forum, and there is no indication that any such suits will be brought.

VII.

The dissolution of this corporation has received the unanimous written consent of the shareholders.

VIII.

At no time prior to the filing of these Articles of Dissolution has the corporation elected to discontinue dissolution proceedings.

DATED This 27th day of September, 1990.

MIDDLE FORK LODGE, INC.

By: *Helms Lindacker*
Vice President

By: *Dennis Galt*
Assistant Secretary

VERIFICATION

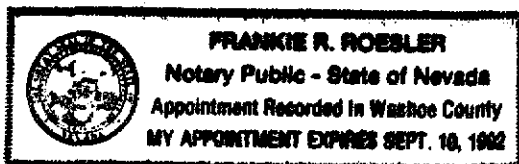
STATE OF NEVADA)
 : ss.
County of Washoe)

The undersigned officer of Middle Fork Lodge, Inc., as an officer of the corporation, and on behalf of the corporation, hereby verifies that the statements and contents of the above Articles of Dissolution are true and correct in all regards.

DATED This 27th day of September 1990.

Helms Lindacker
Vice President

SUBSCRIBED AND SWORN TO BEFORE ME, Notary Public, on this 27th day of September, 1990.



Frankie R. Roesler
Notary Public for Nevada
Residing at: *Reno, Nevada*
My commission expires: *Sept. 10, 1992*