

SECOND APR 20 PM 3:13

CERTIFICATE AMENDING CERTIFICATE
OF LIMITED PARTNERSHIP
OF
SECRETARY OF
STATE

SIMVAL ASSOCIATES LIMITED PARTNERSHIP

The General and Limited Partners of Simval Associates Limited Partnership, a Connecticut limited partnership (the "Partnership"), desiring to amend the Certificate of Limited Partnership of the Partnership filed in the Office of the Secretary of the State of Connecticut on November 9, 1982, (the "Certificate"), as amended by the First Certificate Amending Certificate of Limited Partnership of the Partnership filed in the Office of the Secretary of the State of Connecticut on March 31, 1983 (the "First Certificate"), do hereby certify as follows:

In order to correct certain information set forth in Exhibit A annexed to the First Certificate, the First Certificate is hereby amended as follows:

Exhibit A to the First Certificate is deleted and Exhibit A, annexed hereto, is hereby substituted in its place.

The General Partner executing this Amending Certificate has been given power of attorney by and authorized to act as attorney in fact for the Limited Partners of Forvine Associates Limited Partnership. Instruments authorizing the same are duly executed and on file at the office of the Partnership.

Except as specifically amended hereby, the Certificate, as amended, shall continue in full force and effect.

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14.3
6/28/83

IN WITNESS WHEREOF, the undersigned, an officer of Zar Corp. (d/b/a Raz Corp. in the State of California), said corporation being a General Partner of Grezar Associates Limited Partnership, has hereunto executed this Amending Certificate as of the 29th day of June, 1983, and affirms, under the penalties of false statement, that the statements contained herein are true.

Grezar Associates Limited Partnership,
the General Partner

By: Zar Corp. (d/b/a Raz Corp. in the
State of California),
a General Partner

By: *Russ Myers*
RUSSELL P. MYERS, III, a Vice President

On behalf of Grezar Associates Limited Partnership and as attorney in fact for all of the Limited Partners named in Exhibit A, annexed hereto (pursuant to powers of attorney, copies of which powers of attorney are on file at the office of the Partnership).

(Next page is Exhibit A)

EXHIBIT A

Page- 1 of 3

SIMVAL ASSOCIATES

N A M E S	PLACE of RESIDENCE and BUSINESS RESPECTIVELY	CASH	NOTES	TOTAL CONTRIBUTION	OVERCALL+/ UNDERCALL-	PERCENT of ALLOCATION
GENERAL PARTNER						
Grezer Associates L/P	C/O Integrated Resources Inc 666 Third Avenue New York, NY 10017	---	19,556.00	19,556.00	---	1.0
INITIAL LIMITED PARTNER/s						
Marvin Konigsberg	10 St. Lawrence Place Jericho, NY 11753 Integrated Resources Inc. 666 Third Avenue New York, NY 10017	160.00	814.00	974.00	---	0.05
LIMITED PARTNER/s						
J. K. & Shirley A. Blegger	2327 Alta Drive Las Vegas, NV 89102 Sahara Datsun, Inc. 5050 West Sahara Avenue Las Vegas, NV 89102	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Blechl-Stearns Investments	10B Parkcrest Court Novato, CA 94947	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Sam A. Boyd Family Trust Dtd 5/1/78, Sam A. Boyd, Trustee	Sam's Town Hotel & Gambling c/o Wm. Boyd, P.O. Box 12001 Las Vegas, NV 89112	30,705.00	162,803.00	193,508.00	5,503.00	9.895
William S. Boyd	2922 Bel Aire Drive Las Vegas, NV 89109 California Hotel & Casino P. O. Box 12001 Las Vegas, NV 89112	30,705.00	162,803.00	193,508.00	5,503.00	9.895
Ivan L. Eisenberg, Trustee For Eisenberg Fam. Tr. Dtd. 11/1/77	Ideal Office Equipment 1200 S. 3rd Street Las Vegas, NV 89104	15,352.50	81,401.50	96,754.00	2,751.50	4.9475

SIMVAL ASSOCIATES

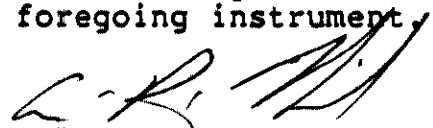
N A M E S	PLACE of RESIDENCE and BUSINESS RESPECTIVELY	CASH	NOTES	TOTAL CONTRIBUTION	OVERCALL+/ UNDERCALL-	PERCENT OF ALLOCATION
Mark S. Gomborg	6075 Lake Nadine Pl Agoura , CA 91301 Canyon Office Furniture&Supplies 30686 Thousand Oaks Blvd. Agoura , CA 91301	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Haber Family Trust #1, Joseph & Suzanne Haber, Trustees	508 15th Street Del Mar , CA 92014	15,352.50	81,401.50	96,754.00	2,751.50	4.9475
K. L. Keltner Trustee For K. L. Keltner Living Trust	Keltner Milam & Co., Cpa's 3000 West Charleston Boulevard Las Vegas , NV 89102	15,352.50	81,401.50	96,754.00	2,751.50	4.9475
M-Zee Coin Gaming, Inc.	6414 Sandpiper Way Las Vegas , NV 89103	30,705.00	162,803.00	193,508.00	5,503.00	9.895
J. & N. Mahaffey TTEES Mahaffey Family Trust U/T/D 3/23/78	12038 Rives Downey , CA 90242 Remco Steel 2154 South Street Long Beach , CA 90805	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Stuart K. Mandel	4613 La Borce Drive Tarzana , CA 91356 Sherwood Productions M. G. M. 3910 Overland Avenue Culver City , CA 90230	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
David W. Mantik Patricia L. James	11344 Loma Vista Dr. Loma Linda , CA 92354 Eisenhower Med. Ctr. Radiation 69-780 Steller Dr. Rancho Mirage , CA 92270	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Keith L. Markolf	1393 Marinette Road Pacific Palisades , CA 90272 UCLA, 22-70 UCLA Rehabilitation Center, 1000 Veteran Ave. Los Angeles , CA 90024	7,676.25	40,700.75	48,377.00	1,375.75	2.47375
Masters/Collins Investments	4032 Helix Street Spring Valley , CA 92077	15,352.50	81,401.50	96,754.00	2,751.50	4.9475

SINVAL ASSOCIATES

N A M E S	PLACE of RESIDENCE and BUSINESS RESPECTIVELY	CASH	NOTES	TOTAL CONTRIBUTION	OVERCALL+/ UNDERCALL-	PERCENT of ALLOCATION	UNITS
Mike & Rita Mendelson	714 West Home Ave. Los Angeles, CA 90024 Mike Mendelson & Assoc. Inc. 2615 South Hill Street Los Angeles, CA 90007	30,705.00	162,803.00	193,508.00	5,503.00	9.895	1.00
Ralph N. Mendelson	28 Binnacle Hill Oakland, CA 94618 Davis Young & Mendelson 1134 Bellene Blvd. Alameda, CA 94501	23,028.75	122,102.25	145,131.00	4,127.25	7.42125	0.75
Erven J. & Frankie J. Nelson Jewros	3342 Fanzano Place Las Vegas, NV 89102 Erven J. Nelson, M.D., Ltd. 3201 So. Maryland Pkwy, Ste. 514 Las Vegas, NV 89109	7,676.25	40,700.75	48,377.00	1,375.75	2.47375	0.25
Jerome H. Spitz	531 Desert West Drive Rancho Mirage, CA 92270	7,676.25	40,700.75	48,377.00	1,375.75	2.47375	0.25
Martin Zwerling	6414 Sandpiper Way Las Vegas, NV 89103 M-Zee Coin Gaming Inc. 6414 Sandpiper Way Las Vegas, NV 89103	30,705.00	162,803.00	193,508.00	5,503.00	9.895	1.00

STATE OF NEW YORK)
 : SS:
COUNTY OF NEW YORK)

Subscribed and sworn to before me this 29th day of June, 1983, by Russell P. Myers III, a Vice President of Zar Corp. (d/b/a Raz Corp. in the State of California), a Connecticut corporation, being a General Partner of Grezar Associates Limited Partnership, a Connecticut limited partnership, on behalf of Grezar Associates Limited Partnership and on behalf of each Limited Partner named in the foregoing instrument.



Notary Public
AN-PING HSIEH
NOTARY PUBLIC, State of New York
No. 31-4772248
Qualified in New York County
Commission Expires March 30, 1984

[Notarial Seal]

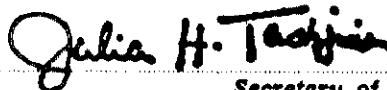
STATE OF NEW YORK)
 : SS.:

Form 61-58

State of Connecticut }
OFFICE OF SECRETARY OF THE STATE } SS. HARTFORD.

I hereby certify that the foregoing is a true copy of record in this office

IN TESTIMONY WHEREOF, I have hereunto set my
hand, and affixed the Seal of said State, at
Hartford, this 6th day
of July A.D., 19 83



Secretary of the State