

09-06-2000

FORM PTO-1594
1-31-92

RECORDATION FORM COVER
TRADEMARKS

DEPARTMENT OF COMMERCE
Patent and Trademark Office



101449963

To the Honorable Commissioner of Patents and Trademarks. Please record the attached

1. Name of conveying party(ies):
EMPRESS RIVER CASINO CORPORATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other MS 8.1.0

Additional name(s) of conveying parties(ies) attached: Yes No

2. Name and address of receiving party(ies):
Name: EMPRESS CASINO JOLIET CORPORATION

Internal Address: _____
Street Address: 2300 Empress Drive
City: Joliet State: Illinois Zip: 60436

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Illinois
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark registration No.(s):
1912772

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Rachel St. Peter
Internal Address: ICE MILLER
Street Address: One American Square, Box 82001
City: Indianapolis State: Indiana ZIP: 46282

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 09-0007
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Rachel St. Peter Rachel St. Peter 7/28/00
Name of Person Signing Signature Date

Total number of pages including cover sheet: 5

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

08/31/2000 NTHM11 00000303 1912772
01 FC:481 40.00 OP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

667485.1

TRADEMARK
REEL: 002129 FRAME: 0728

State of Illinois Office of The Secretary of State

Whereas,

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF
EMPRESS RIVER CASINO CORPORATION
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 26TH day of MARCH A.D. 19 96 and of the Independence of the United States the two hundred and 20TH .



George H Ryan

Secretary of State

Form **BCA-10.30**

ARTICLES OF AMENDMENT

(Rev. Jan. 1995)


File #

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

FILED

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 3.26.96
Franchise Tax \$
Filing Fee \$ 257
Penalty \$
Approved: 

Remit payment in check or money order, payable to "Secretary of State."
The filing fee for articles of amendment - \$25.00

MAR 26 1996

GEORGE H. RYAN
SECRETARY OF STATE

1. CORPORATE NAME: EMPRESS RIVER CASINO CORPORATION (Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on MARCH 19 1996 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; (Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is: EMPRESS CASINO JOLIET CORPORATION

(NEW NAME)

EXPEDITED

MAR 26 1996

All changes other than name, include on page 2 (over)

SECRETARY OF STATE

EMP 005699

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b. (If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)

RESOLVED that the Articles of Incorporation of the Corporation are amended by adding thereto a new Article 8 to be and read as follows:

8. Director Liability. No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, provided, however, that this Article 8 shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 8.65 of the Illinois Business Corporation Act of 1983, or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article 8 shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

WILL COUNTY
RECORDER

4

EMP 005700

4 The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

NO CHANGE

5 (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

NO CHANGE

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

NO CHANGE

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK.**)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated March 19, 19 96 EMPRESS RIVER CASINO CORPORATION
 (Exact Name of Corporation at date of execution)

attested by [Signature] by [Signature]
 (Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

JOHN COSTELLO, SECRETARY KEVIN D. LARSON, President
 (Type or Print Name and Title) (Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____, 19 _____

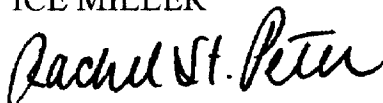
July 28, 2000

Please also note that a change of name was erroneously recorded at Reel 1520, Frame 0632 on October 31, 1996 for Registration No. 1,192,772. This mark is not owned by Empress River Casino Corporation or Empress Casino Joliet Corporation.

Please record the name change for the registration listed above at your earliest convenience. Please feel free to call the undersigned if you have any questions regarding this filing.

Sincerely,

ICE MILLER



Rachel L. St. Peter

Enclosure: Form PTO-1594 and attachments
Check in the amount of \$40.00
Return Postcard

cc: Dominic Polizzotto, Esq.
668001.1