

09-18-2002



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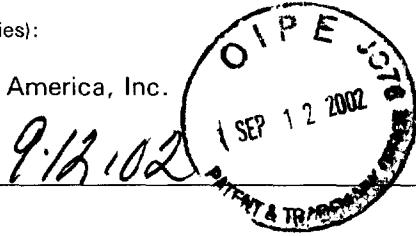
COVER SHEET

NLY Attorney Docket No.: 40811-01-0035-0035

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Sun International North America, Inc.
a Delaware corporation



2. Name and address of receiving party(ies):

Kerzner International North America, Inc.
2106 New Road, Suite C-7
Linwood, New Jersey 08221

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: April 15, 2002

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Delaware
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

76/035,328

B. Trademark Registration Nos.:

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

Regina A. O'Brien
Attn: TMSU
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, D.C. 20004

Telephone: 202-739-5246
Facsimile: 202-739-3001
E-Mail: robrien@morganlewis.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ 40.00
0 x \$25.00 = \$ 0.00
Total \$ 40.00

Authorized to be charged to deposit account

8. Deposit account number: 13-4520

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.

Regina A. O'Brien
Name of Person Signing

Signature

September 12, 2002
Date

Total number of pages including cover sheet, attachments and document: 4

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

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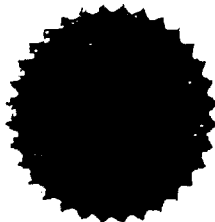
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SUN INTERNATIONAL NORTH AMERICA, INC.", CHANGING ITS NAME FROM "SUN INTERNATIONAL NORTH AMERICA, INC." TO "KERZNER INTERNATIONAL NORTH AMERICA, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF JUNE, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0529004 8100

AUTHENTICATION: 1818412

020366424

DATE: 06-07-02

TRADEMARK
REEL: 002583 FRAME: 0394

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
SUN INTERNATIONAL NORTH AMERICA, INC.
(PURSUANT TO SECTION 242)

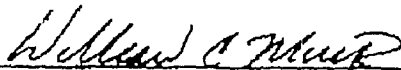
Sun International North America, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That, pursuant to Section 242 of the General Corporation Law, on April 15, 2002, the Board of Directors and Sole Shareholder of the Corporation adopted the following resolution to amend the Restated Certificate of Incorporation of the Corporation:

RESOLVED, that Article I of the Restated Certificate of Incorporation of Sun International North America, Inc. be amended to change the name of the Corporation to "Kerzner International North America, Inc."

IN WITNESS WHEREOF, said Sun International North America, Inc. has caused this certificate to be signed by William C. Murtha, Senior Vice President, Corporate Counsel and Secretary, this 15th day of April, 2002.

SUN INTERNATIONAL NORTH AMERICA, INC.



William C. Murtha, Senior Vice President,
Corporate Counsel and Secretary