

RIDER TOArticles of Incorporation of The Pennsylvania Casino Association

1. The purpose of the Corporation is to promote the common business interests of persons who possess slot machine gaming licenses in the Commonwealth of Pennsylvania by, inter alia, helping to improve the business and regulatory climate for casino gaming throughout Pennsylvania; seeking to create a better understanding of the casino gaming industry by the general public, public officials and other decision makers; sponsoring educational programs concerning the industry's message; helping to represent the industry before the Legislature and elected and appointed officials in addressing issues and related matters of importance to the industry generally; and undertaking such similar tasks and missions in support of the common business interests of its members as are customary for an organization exempt from federal income taxation under section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code").
2. The Corporation shall have all of the powers created by law and may engage in any lawful act or activity and do any and all lawful things which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes for which it was established; provided, however, that the Corporation shall not carry on any activity not permitted to be carried on by a corporation organized under the laws of the Commonwealth of Pennsylvania or by an organization exempt from federal income taxation under section 501(c)(6) of the Code, or which could invalidate its exempt status under section 501(c) of the Code.
3. The Corporation is not organized for profit nor to perform particular services for its members within the meaning of section 501(c)(6) of the Code, and no part of its net earnings shall inure to the benefit of any private person, provided that the Corporation shall be authorized to pay reasonable compensation for services actually rendered or to make payments or distributions in furtherance of the purposes of the Corporation set forth in these Articles of Incorporation.
4. The Corporation shall be a nonstock membership corporation, and the qualification, rights and limitations of its members are set forth in the Bylaws of the Corporation.
5. The business of the Corporation shall be managed by its Board of Directors as set forth in the Bylaws of the Corporation.
6. The Corporation is to exist for a perpetual term.