

1265708
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

A0536570
FILED
In the office of the Secretary of State
of the State of California

DEC 22 1999


BILL JONES, Secretary of State

The undersigned certify that:

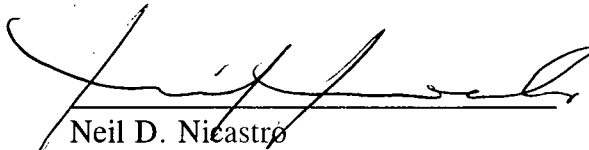
1. They are the Chief Executive Officer and Secretary, respectively, of the corporation.
2. The name of the corporation is: ATARI GAMES CORPORATION
3. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

“The name of this corporation is MIDWAY GAMES WEST INC.”

4. The foregoing amendment has been duly approved by the board of directors.
5. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of this corporation is 100. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: November 19, 1999



Neil D. Nicastro

Chief Executive Officer



Orrin J. Edidin

Secretary