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ARTICLES OF INCORPORATION

2002 JUN 12 AM 8:45

OF

SECRETARY OF STATE
STATE OF IDAHO

PROGRESSIVE FAMILY FUN CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is PROGRESSIVE FAMILY FUN CENTER, INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose or purposes for which the corporation is organized are: for the establishment, operation and facilitation of recreational activities, and all other things incidental thereto necessary to conduct business, together with the transaction of all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Section 30-1-3.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares of \$1.00 par value common stock.

FIFTH

Shareholders shall have full pre-emptive rights.

SIXTH

Provisions for the regulation of the internal affairs of the corporation shall be such as may be provided in the articles of incorporation and the bylaws of the corporation.

IDAHO SECRETARY OF STATE
06/12/2002 05:00
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be provided by the By-Laws of the corporation, including provision for restriction on transfer of shares, as provided in Idaho Business Corporation Act, Section 30-1-23A.

SEVENTH

The address of the initial registered office of the corporation is P.O. Box 728, Blackfoot, Idaho 83221, and the name of its initial registered agent is: SCOTT DEDERSCHECK, 725 Lincoln, Blackfoot Idaho 83221.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation is at least four (4), and the names and addresses of persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Scott Dederscheck	725 Lincoln, Blackfoot, ID 83221
Kandie Dederscheck	725 Lincoln, Blackfoot, ID 83221
Jon Hahn	2440 Hiskey, Pocatello, ID 83201
Linda Hahn	2440 Hiskey, Pocatello, ID 83201

NINTH

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Scott Dederscheck	725 Lincoln, Blackfoot, ID 83221

DATED this 3/ day of May, 2002.




SCOTT DEDERSCHECK

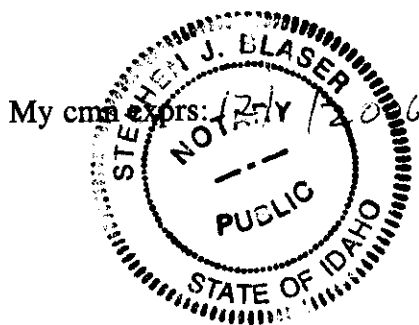
STATE OF IDAHO)
) ss.
County of Bingham)

On this 31 day of May, 2002, before me, the undersigned, a notary public in and for said state, personally appeared SCOTT DEDERSCHECK, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for State of Idaho
Residing at Blackfoot, Idaho



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