

Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

BOISE FIM SPOT, INC.,

was filed in the office of the Secretary of State on the **First** day
July A.D. One Thousand Nine Hundred **Sixty-six** and
will be duly recorded on Film No. ~~Microfilm~~ of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Boise,** in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **First** day of **July**,
66
A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION
OF
BOISE FUN SPOT, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons, all of whom are citizens of the United States and over the age of twenty-one years or more and acting as Incorporators of the corporation herein under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is BOISE FUN SPOT, INC.

ARTICLE II

Purposes

a. The purposes for which said corporation is formed and the business to be engaged in are and shall be to conduct a general business of maintaining a general concession business for the amusement and entertainment of the public through various concession stands, rides, merry go rounds, refreshment machines, and activities and every thing which might or could be done to provide amusement activities for the public to enjoy and participate in. In carrying out such general powers, this corporation shall have the power to engage in buying, selling, owning, leasing, renting, exchanging of personal property of any and every kind of land and real estate, or a combination of the two, owning, acquiring, holding,

operating, selling and exchanging any such property, particularly as the same may involve any nature in the general purpose of this corporation and to enter into all contracts, leases, rental agreements, hypothecation or other legal arrangements to carry out the prime and main functions of this corporation. To borrow money, issue notes, mortgage, lease, or otherwise pledge any of the assets of this corporation for the payment of any of its obligations and to do any other and further acts and things and business under said corporate name which it may be authorized to do from time to time by special vote of the stockholders or by order and direction of the Board of Directors, it being the intent and purpose of these articles not to limit the actions which may be done by the corporation under the laws of the State of Idaho.

b. To carry out the purposes hereinabove set forth at such place or places as may be determined by the Board of Directors from time to time.

c. Subject to any specific written limitations or restrictions imposed by law or these Articles of Incorporation and solely in furtherance of, but not in addition to the limited purposes set forth in Section a. of this Article, the corporation shall have and exercise all powers specified pursuant to Section 30-114 Idaho Code.

d. The corporation shall have the power to use its surplus earnings or accumulated profits from time to time in the purchase of acquisition of its own capital stock as its Board of Directors may determine, which capital stock may be held as its treasury stock to be thereafter disposed of by the Board of Directors as the Board of Directors may deem proper, and to buy, purchase, hold, deal in, sell,

mortgage or otherwise pledge the stock of any other corporation which this corporation may be permitted to deal in.

e. To purchase the stock of any other corporation for cash or exchange of stock. To acquire all or part of any other business.

ARTICLE III

Registered Office

The registered office of the corporation shall be 200 N. 3rd St., / Boise, Ada County, Idaho, or at such other place as may be determined from time to time by the Board of Directors.

ARTICLE IV

Duration

This corporation shall have perpetual existence from the date of its incorporation.

ARTICLE V

Authorized Stock

Section 1. The total authorized capital stock of the corporation shall be 4,000 shares of common stock of the par value of \$10.00 per share, or \$40,000.00 capitalization.

Without action of the stockholders, the shares of stock may be issued by the corporation from time to time and for such consideration as may be fixed from time to time by the Board of Directors, and any and all shares so issued, full consideration for which has been paid or delivered, shall be deemed fully paid stock and such stock shall not be liable to any further call or assessment thereon. The holder of any share of stock shall not be liable for any further payment thereon.

Section 2. The private property of the owners of the stock of this corporation shall not be subject to the payment of company debts and shall not be subject to assignment for the purpose of paying expenses or paying the debts of the corporation and the stock shall be non-assessable.

Section 3. Voting Power. The entire voting power for the election of directors for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record. Such stock may be voted in any manner authorized by law.

Section 4. Dividends. Holders of the capital stock shall be entitled to receive when and as declared by the Board of Directors out of the unreserved earned surplus of the corporation as permitted by law, dividends payable either in cash or property or shares of capital stock of the corporation.

ARTICLE VI

Directors

Section 1. Initial Board of Directors. The initial Board of Directors shall consist of three members.

Section 2. Increase of Directors. The number of directors shall not be less than three, nor more than five, which number may be increased or decreased from time to time by vote of the stockholders, but no increase shall have the effect of shortening the term of any incumbent director, and such director shall, when duly elected, hold his office until his successor shall be duly elected and qualified. All officers of the corporation and directors, unless unanimously agreed upon otherwise by the stockholders, shall be stockholders in the corporation.

Section 3. The officers of the corporation shall be a president, one or more vice-presidents, a secretary-treasurer. The directors shall be elected at the annual meeting of the stockholders, or at any special meeting of the stockholders called for that purpose. The president and the other officers of the corporation shall be elected by the Board of Directors at their first meeting following the first meeting of the stockholders. The term of office of each officer shall be three years or until his successor is elected and qualified.

Until the first annual meeting of the stockholders and until their successors have been duly elected and qualified, the following persons shall be named as officers and directors of the corporation as follows:

Art Gardiner, President	Boise, Idaho
Lowell L. Leishman, Vice-President	Salt Lake City, Utah
Wave H. Gardiner, Secretary-Treasurer	Boise, Idaho

ARTICLE VII

Stockholders' Meetings

Annual meetings of the stockholders shall be held at the company's place of business in Boise, Ada County, Idaho, or at such other place within the State of Idaho as the Board of Directors may determine. The time of such meeting shall be as determined in the By-Laws. At least ten days written notice of said meeting prior to said meeting shall be mailed to each stockholder or director, addressed to his last known address as shown on the books of the corporation. Special meetings of the stockholders may be called by the president or any vice-president, or any two directors, or any number of stockholders

holding not less than one-third of the outstanding stock of the company. Notice of such special meeting shall be given by mail at least ten days prior to the date of such meeting, specifying the purpose and nature of such meeting. Stockholders' meetings may be held at any time when written waiver of notice has been signed by such stockholder and such stockholder is present at such meeting.

Meetings of the Board of Directors may be held as prescribed in the By-Laws. Vacancies in any of the offices above mentioned, or Board of Directors, for any cause, shall be filled by the remaining directors for the unexpired term of such officer or director.

ARTICLE VIII

Amendments to Articles

These articles may be amended, altered, or added to by general meeting of the stockholders called for that purpose as may be prescribed by law.

ARTICLE IX

Incorporators and Subscribers of Stock

The incorporators of the above and foregoing business and their places of residence and the amount of stock subscribed appears below. No stock shall be issued until full payment has been received in cash or for goods, property or services, to-wit:

NAME	ADDRESS	SUBSCRIPTION
Art Gardiner	Boise, Idaho	200 no 3 rd St 22 ¹⁶
Wave H. Gardiner	Boise, Idaho	200 N. 3 rd St 902 1780
Lowell L. Leishman	Salt Lake City, Utah	2 2

IN WITNESS WHEREOF, we have hereunto set our hands
this 14th day of June, 1966.

Art Gardiner
Wave H Gardiner
Lowell L Leishman

STATE OF IDAHO)
 : ss
County of Ada)

On this 14th day of June, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared ART GARDINER and WAVE H. GARDINER, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.




Notary Public for Idaho
Residing at Boise, Idaho

STATE OF UTAH)
 : ss
County of Salt Lake)

On this 20th day of June, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared LOWELL L. LEISHMAN, 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 seal the day and year first above written.



Notary Public for Utah
Residing at Salt Lake City, Utah
Expires 1-4-67