

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

TIPTON CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: April 23, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By 

ARTICLES OF INCORPORATION

OF

TIPTON CORPORATION

REC'D
SEC. OF STATE

APR 23 AM 8 47

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is TIPTON CORPORATION.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the Corporation is organized is to engage in the business of operating a food and video arcade and any other business which a corporation may engage in under the laws of the State of Idaho.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 1,000 with a \$1.00 par value.

FIFTH: The transfer of the shares of the Corporation are restricted and such restriction is specified in the By-laws of the Corporation.

SIXTH: The address of the initial registered office of the Corporation is 2620 Greenwood, Boise, Idaho 83706-5114 and the name of its initial registered agent at such address is Sylvia Tipton.

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the person who are to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

Thomas Tipton

2620 Greenwood
Boise, ID 83706-5114

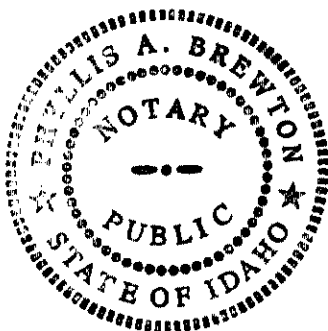
Sylvia Tipton

2620 Greenwood
Boise, ID 83706-5114DATED this 22nd day of April, 1993.Thomas Tipton
Thomas TiptonSylvia Tipton
Sylvia Tipton

STATE OF IDAHO)

County of Ada)

I, the undersigned, a notary public, do hereby certify that on this 22nd day of April, 1993, personally appeared before me, Thomas Tipton and Sylvia Tipton, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.



Phyllis A. Brewton
Notary Public
Residing at: Boise, ID
Comm. Expires: 9/96

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