

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CONFIDENTIAL PAY TELEPHONES, INC.

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: December 31, 1990



Pete T. Cenarrusa
SECRETARY OF STATE

by: *Elizabeth M. Bakala*

ARTICLES OF INCORPORATION

SEP 31 11 49 AM '88
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS, That Charles C. Jones hereby incorporates a corporation under and pursuant to the laws of the State of Idaho relative to private corporations, and hereby adopts and executes the following ARTICLES OF INCORPORATION thereof:

Article 1.

The name of this corporation is Contential Pay Telephones, Inc. - a perpetual corporation

Article 2.

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares - no par value.

Article 3.

The address of said corporation's initial registered office 1310 Vista Avenue, Suite 25, Boise, Idaho 83705 and the name of its initial registered agent at said address is:

Charles C. Jones

Article 4.

The address where the Division may mail notices is: Attn: Charles C. Jones 1310 Vista Avenue, Suite 25, Boise, Idaho 83705.

Article 5.

The name and address of each of the incorporators and the Directors of this corporation are:

Name	Address
Charles C. Jones	1310 Vista Avenue, Suite 25 Boise, Idaho 83705
Marvin L. Long	1310 Vista Avenue, Suite 26

Article 6.

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except that this provision shall not apply to:

1. Any breach of the director's duty of loyalty to the corporation or its shareholders;
2. Any acts or omissions not in good faith or which involves intentional misconduct or a knowing violation of law;
3. Any distribution which is unlawful under Idaho law;
4. Any transaction from which the director derived an improper personal benefit;
5. Any act or omission occurring prior to the date on which these Articles of Incorporation are filed with the Secretary of State.

Article 7.

The purpose of the corporation shall be any lawful business including the sales of "Video game equipment, all coin operated vending machines, including obtaining locations for coin operated vending machines.

Dates 12/31/ 19 90

Charles C. Jones
(Signature)

Charles C. Jones, Incorporator

Marvin L. Long
(Signature)

Marvin L. Long, Incorporator