



CERTIFICATE OF INCORPORATION  
OF

**THE BATTING COMPANY, INC.**

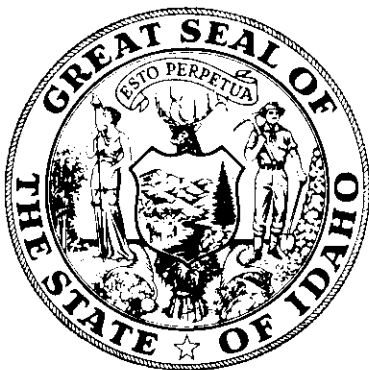
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**THE BATTING COMPANY, INC.**

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 29, 1983**



SECRETARY OF STATE

by: \_\_\_\_\_

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ARTICLES OF INCORPORATION  
OF  
THE BATTING COMPANY, INC. SECRETARY OF  
STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned incorporators, desiring to form a corporation (hereinafter referred to as the corporation) pursuant to the laws of the State of Idaho, Idaho Code, Title 30, Chapter 1, do hereby certify, declare and adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is THE BATTING COMPANY, INC.

ARTICLE II

The purposes for which the corporation is formed are:

Section 1. To Engage in the Coin-Operated Pitching Machine Business. To offer for fee to the general public the use of machines which automatically pitch balls to one person at a time, per machine, which person may bat the ball within the confines of a fenced batting facility; and to engage in all associated matters necessary to conducting such a business.

Section 2. Capacity to Act. To have the capacity to act possessed by natural persons, but to have authority to perform only such acts as are necessary, convenient or expedient to accomplish the purposes for which it is formed, and such as are not repugnant to law.

Section 3. Rights, Privileges and Powers. Subject to any limitations or restrictions imposed by law, or by these articles of incorporation, to have and exercise all the general rights, privileges and powers set forth in Title 30 of the Idaho Code.

ARTICLE III

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV

The location and post office address of the registered office of this corporation shall be the City of Boise, Ada County, Idaho, and its registered agents at that address shall be Clinton P. or Karen C. Simkins, currently residing at 7704 Iron Court, Boise, Idaho, 83704.

## ARTICLE V

The total number of shares into which the authorized capital stock of the corporation is divided is 500 shares without par value.

## ARTICLE VI

Section 1. Consideration for Capital Stock. Fifty (50) shares of the capital stock of the corporation shall be issued for cash at \$100 per share. The remaining 450 shares of capital stock of the corporation may be issued for such consideration as may be fixed from time to time by the board of directors.

Section 2. The aggregate net amount of the consideration received by the corporation from the sale of its capital stock shall, from time to time, be the capital of the corporation.

Section 3. Preemptive Rights. The holders from time to time of the capital stock of the corporation shall have the right to purchase, at such respective equitable prices, terms and conditions (including pragmatic adjustments to avoid the issue of fractional shares) as shall be fixed by the board of directors, such of the shares of the capital stock of the corporation as may be hereafter issued, from time to time, whether constituting a part of the capital stock presently or subsequently authorized, and including shares held in the treasury of the corporation, in the respective ratios which the number of shares held by each shareholder at the respective times of such issues bears to the total number of shares issued and outstanding in the names of all shareholders at such respective times.

Section 4. Dividends. Such dividends as may be determined by the board of directors (after giving due consideration to the needs of the corporation for adequate reserves and working capital) may be declared and paid upon the capital stock from time to time out of the surplus earnings or net profits of the corporation.

## ARTICLE VII

Every owner of the capital stock of the corporation shall have the right, at every shareholders' meeting, to one vote for each share of stock standing in his name on the books of the corporation.

## ARTICLE VIII

The amount of paid-in capital, with which the corporation is beginning business, is Five Thousand and No/100 Dollars (\$5,000.00).

## ARTICLE IX

Section 1. Number of Directors. The number of directors of the corporation is five (5).

Section 2. Qualifications. Directors need not be shareholders of the corporation. A majority of the directors at any time shall be citizens of the United States.

## ARTICLE X

Section 1. The names and post office addresses of the first board of directors of the corporation are as follows:

Clinton P. Simkins	7704 Iron Court, Boise, ID 83704
Karen C. Simkins	Same
Nancy M. Simkins	Same
Barbara A. Simkins	Same
Steven P. Simkins	Same

Section 2. All of such directors are citizens of the United States.

## ARTICLE XI

Section 1. The names and post office addresses of the incorporators of the corporation are as follows:

Clinton P. Simkins	7704 Iron Court, Boise, ID 83704
Karen C. Simkins	Same

Section 2. All of such incorporators are of lawful age; and all of such incorporators are citizens of the United States.

Section 3. The undersigned incorporators hereby certify that the persons intending to form the corporation have met for the purpose of designating the incorporators and of electing the first board of directors; the incorporators so designated are those named in section 1 of this article; and the directors so elected are those named in section 1 of Article X.

## ARTICLE XII

Section 1. Meetings of the shareholders of the corporation shall be held at such place, within or without the State of Idaho, as may be specified in respective notices, or waivers of notice, thereof.


Section 2. Meetings of the directors of the corporation shall be held at such place, within or without the State of Idaho, as may be specified in respective notices, or waivers of notice, thereof.

Section 3. The board of directors of the corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the code of by-laws of the corporation but the affirmative vote of a majority of the members of the board of directors, for the time being, shall be necessary to make such code or to effect any alteration, amendment, or repeal thereof.

Section 4. In addition to the powers and authorities hereinabove or by statute expressly conferred, the board of directors is hereby authorized to exercise all such powers and do all such acts and things as may be exercised or done by a corporation organized and existing under the provisions of the act.

Section 5. The corporation reserves the right to alter, amend, or repeal any provisions contained in these articles of incorporation in the manner now or hereafter prescribed by the provisions of the act, or any other pertinent enactment of the general assembly of the State of Idaho; and all rights and powers conferred hereby on shareholders, directors, and officers of the corporation are subject to such reserved right.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article XI, execute these articles of incorporation and certify to the truth of the facts herein stated, this 29th day of April, 1983.


  
CLINTON P. SIMKINS

  
KAREN C. SIMKINS

STATE OF IDAHO )  
County of Ada ) ss.

On this 29th day of April, 1983, before me, the undersigned, a Notary Public in and for said State, personally appeared Clinton P. Simkins and Karen C. Simkins, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they 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 Idaho  
Residing at: *Boise, Idaho*  
My commission expires: *12-27-86*