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**SECRETARY OF STATE
STATE OF IDAHO**

**ARTICLES OF INCORPORATION
OF
RIVER CITY LANES, INC.**

The undersigned hereby executes the following Articles of Incorporation for the purpose of forming a corporation under the Idaho Business Corporation Act (Idaho Code, Title 30).

**ARTICLE I
Name**

The name of this corporation is RIVER CITY LANES, INC.

**ARTICLE II
Purpose**

The purpose for which the corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under the Act.

**ARTICLE III
Authorized Capital**

This corporation is authorized to issue, in the aggregate, One Million (1,000,000) shares of a single class of common stock without par value.

**ARTICLE IV
Registered Office and Agent**

Derek Colosimo is the corporation's initial registered agent at its initial registered office located at West 900 Seltice Way, Post Falls, ID 83854.

**ARTICLE V
Directors**

The initial board of directors will consist of three directors and will at all times be comprised of an odd number of directors. The initial director will be Derek Colosimo.

**ARTICLE VI
Incorporator**

The name and address of the incorporator is as follows:

Name

Address

Gregory M. Wilson

316 W. Boone Ave., Ste. 680
Spokane, Washington 99201

IDAHO SECRETARY OF STATE
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DATED this 31st day of August, 1998.

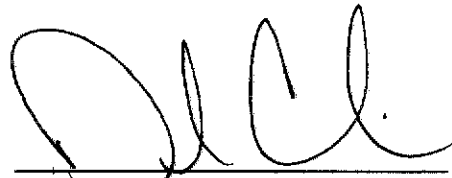


Gregory M. Wilson
Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Derek Colosimo, hereby consent to serve as registered agent, in the State of Idaho River City Lanes, Inc. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer(s) of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

Dated: August 31, 1998



Derek Colosimo
W. 900 Seltice Way
Post Falls, ID 83854