

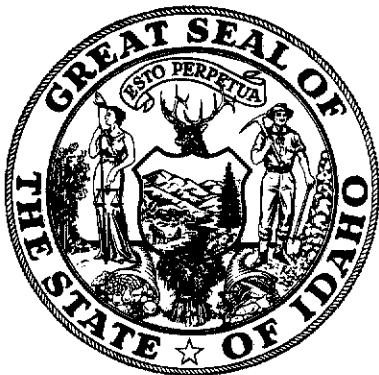
CERTIFICATE OF INCORPORATION
OF

TAKE TWO, 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: August 17, 1938



Pete T. Cenarrusa

SECRETARY OF STATE

by:

[Signature]

ARTICLES OF INCORPORATION

of
TAKE TWO, INC.

RECORDED
SEC. OF STATE

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The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

Take Two, Inc.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of taking, exhibiting and the selling of pictures including but not limited to still photos as well as motion picture and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 50,000 shares, all of one class, for a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the name of the initial registered office of the corporation is: Lee DeHaan, HC-66, Box 12 J, Island Park, ID 83429.

6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Lee DeHaan	HC-66, Box 12 J Island Park, ID 83429
Pamela E. DeHaan	HC-66, Box 12 J Island Park, ID 83429

7. Incorporator.

The name and address of the incorporator is: Lee DeHaan,
HC-66, Box 12, Island Park, ID 83429

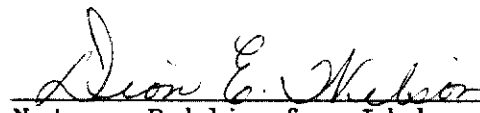
DATED this 10 day of August, 1988.


Lee DeHaan

STATE OF IDAHO,)
 ss.
County of Madison.)

On this 9 day of August, 1988, before me, the undersigned a Notary Public in and for said State, personally appeared Lee DeHaan, known to me to be the person whose name is subscribed to the within instrument and acknowledge to me that he 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: Island Park, Id
Commission Expires: October, 1992