

State of Idaho

Department of State.

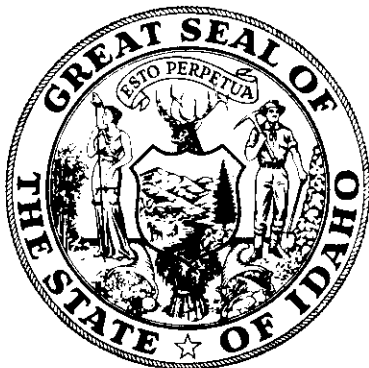
CERTIFICATE OF INCORPORATION OF

FAMILY GAME SALES AND DISTRIBUTING, 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 _____
FAMILY GAME SALES AND DISTRIBUTING, 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: September 2, 1961



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION

SECRETARY OF
STATE
FAMILY GAME SALES AND DISTRIBUTING, INC.

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:

FAMILY GAME SALES AND DISTRIBUTING, INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are: The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH

The aggregate shares which the Corporation shall have authority to issue is 50,000 shares of common stock with no par value.

FIFTH

Provisions denying preemptive rights are:

NONE.

SIXTH

Provisions for the regulation of the internal affairs of the Corporation are:

NONE.

SEVENTH

The initial business address of the Corporation shall be: 431 Caldwell Boulevard, Nampa, Idaho 83651; and the address

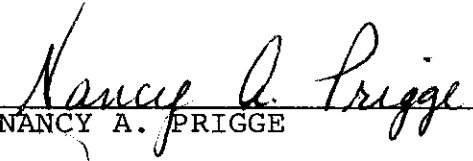
of the registered office of the Corporation shall be: 431 Caldwell Boulevard, Nampa, Idaho 83651; and the name of the initial registered agent at such address is: Nancy Prigge.

EIGHTH

The number of directors constituting the initial Board of Directors of the Corporation is three (3), and thereafter the maximum number of Directors of the Corporation shall be five (5), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until his/her successor is elected and shall qualify are:

NAME	ADDRESS
Nancy A. Prigge	431 Caldwell Boulevard, Nampa, ID 83651
Robert R. Prigge	431 Caldwell Boulevard, Nampa, ID 83651
Bruce R. McAllister	P. O. Box 273, Boise, ID 83701

DATED this 29 day of September, 1981


NANCY A. PRIGGE


ROBERT R. PRIGGE


BRUCE R. McALLISTER