

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ROCKIN "T", INC.
File number C 114564

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: April 15, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sibel*

Apr 15 10 23 AM '96

SECRET STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
ROCKIN "T", INC.
An Idaho Corporation.

IDAHO SECRETARY OF STATE
DATE 04/15/1996 0900 54272
CK #: 91 CUST# 66873
CORP
1@ 85.00= 85.00

The Undersigned, acting as incorporators of a corporation under the Idaho Business Corporations Act, adopt the following Articles of Incorporation for such Corporation.

FIRST: The Name of the Corporation is ROCKIN "T", INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To conduct, for a profit, and to engage in and conduct the business of manufacturing, building, making, assembling and operating of amusement machines, rides and equipment; To manage and conduct places of public entertainment as places of public amusement and diversion, and to grant rights to individuals, companies or corporations to use said equipment at places of amusement and entertainment of the public.

To have one or more offices and places of business in and out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and convey real and personal property both in and outside of the State of Idaho.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or in association with other corporation, firms or individuals, and to do every act or thing incidental or appurtenant to or growing out of or connected with the aforesaid objects and purposes, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized, and to use and apply surplus earnings or cumulative profits to the purchase or acquisition of its own capital stock from time to time and to such extent and in such manner and upon such terms as its Board of Directors shall determine.

To enter into contracts or obligation of any kind or type essential, necessary or proper to the transaction and conduct of its ordinary affairs for the purposes of the corporation; To contract and hire labor necessary or convenient to the conducting and operation of said business,

IDAHO SECRETARY OF STATE
DATE 04/15/1996 0900 54274
CK #: 1465 CUST# 66874

ARTICLES OF INCORPORATION

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and to do any and all things regularly, necessarily, properly or incidentally done in the conduct of said business, and to have all the power to generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform, connected with the general overall objects and purposes for which this corporation is formed.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND, all of which shall be common stock having a par value of ONE HUNDRED DOLLARS each.

FIFTH: The address of the initial registered office of the corporation is 2223 Powers Avenue, Lewiston, Idaho 83501.

SIXTH: The name of the initial registered agent of said corporation at its registered office is DAN TIPPETT.

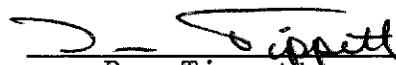
SEVENTH: The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are;

<u>NAME</u>	<u>ADDRESS</u>
Dan Tippett	2223 Powers Avenue Lewiston, Idaho 83501
TERI TIPPETT	2223 Powers Avenue Lewiston, Idaho 83501
JIM HOLLENBECK	34001 WA STATE HIGHWAY Asotin, WA 99402

EIGHTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Dan Tippett	2223 Powers Avenue Lewiston, Idaho 83501
TERI TIPPETT	2223 Powers Avenue Lewiston, Idaho 83501
JIM HOLLENBECK	34001 WA STATE HIGHWAY Asotin, WA 99402

DATED this 11th day of April 1996.



Dan Tippett



Teri Tippett

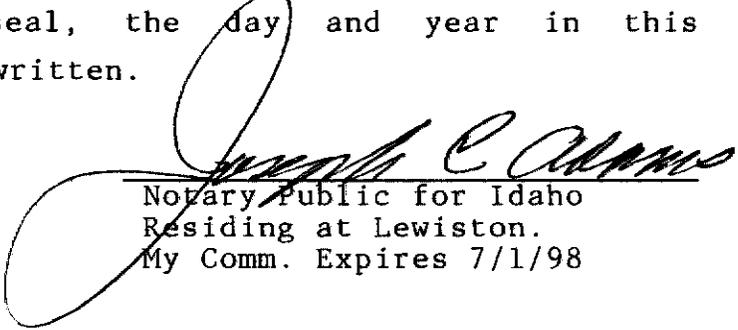


Jim Hollenbeck

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 11th day of April, 1996, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Dan Tippett, Teri Tippett and Jim Hollenbeck, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, 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 Lewiston.
My Comm. Expires 7/1/98