



**CERTIFICATE OF INCORPORATION
OF**

S. AND S. PROPERTIES, 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: **October 20, 1988**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Joseph H. Hines*

ARTICLES OF INCORPORATION

OF

S. AND S. PROPERTIES, INC.

WE, THE UNDERSIGNED CITIZENS OF THE STATE OF IDAHO, HEREBY DO ASSOCIATE OURSELVES FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF IDAHO, AND THUS HEREBY CERTIFY AS FOLLOWS:

- 1) THE NAME OF THIS CORPORATION SHALL BE S. AND S. PROPERTIES, INC.
- 2) THE GENERAL NATURE OF THE BUSINESS CONDUCTED BY THIS CORPORATION SHALL BE A PIZZA RESTAURANT AND ENTERTAINMENT CENTER CONSISTING OF VIDEO GAMES AND SIMILAR AMUSEMENTS.
- 3) IN FURTHERANCE OF THE GENERAL POWERS OF THIS CORPORATION, IT SHALL HAVE THE FOLLOWING POWERS IN THE CONDUCT OF ITS BUSINESS:
 - A) TO PURCHASE, LEASE, OR DEAL IN REAL PROPERTIES OF ALL KINDS AND DESCRIPTIONS,
 - B) TO PURCHASE, LEASE, OR DEAL IN PERSONAL PROPERTY AND EQUIPMENT OF ALL KINDS,
 - C) TO ENTER INTO AND PERFORM CONTRACTS OF ALL KINDS, TO BECOME A PARTNER IN ANY LAWFUL BUSINESS VENTURE, AND TO ACQUIRE AND DEAL IN ITS OWN STOCK OR SECURITIES, SHOULD THE NEED ARISE,
 - D) TO ESTABLISH PENSION AND PROFIT SHARING PLANS,
 - E) TO ACQUIRE OTHER BUSINESSES, EITHER THROUGH OUTRIGHT PURCHASE, OR THROUGH THE EXCHANGE OF ASSETS, GOODWILL, SECURITIES, OR OTHER CONSIDERATION,
 - F) TO APPLY FOR AND PURCHASE OR REGISTER PATENTS, TRADEMARKS, TRADENAMES, OR ANY OTHER INTANGIBLE OBJECTS WHICH MAY BE NECESSARY OR INCIDENTAL TO THE CONDUCT OF ANY OF THE OBJECTS HEREIN ENUMERATED,
 - G) TO BORROW MONEY OR ISSUE NOTES, BONDS, DEBENTURES, OR OTHER EVIDENCES OF DEBT TO THE EXTENT PERMISSIBLE BY LAW,
 - H) TO CARRY ON ANY OTHER LAWFUL BUSINESSES IN CONNECTION WITH THE FOREGOING POWERS, AS WELL AS ANY OTHER POWERS AVAILABLE TO CORPORATIONS UNDER THE LAWS OF THE STATE OF IDAHO.

S. AND S. PROPERTIES, INC.

ARTICLES OF INCORPORATION

(2)

4) THE TOTAL AMOUNT OF CAPITAL STOCK THAT SHALL BE ISSUED BY THIS CORPORATION SHALL BE 250 SHARES OF THE PAR VALUE OF \$1,000 EACH, FOR A TOTAL AUTHORIZED CAPITAL OF \$250,000.

5) THE EXISTENCE OF THIS CORPORATION SHALL BE PERPETUAL.

6) THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE
LOCATED AT 6255 FAIRVIEW
BOISE, IDAHO 83704

AND THE INITIAL REGISTERED AGENT AT THIS ADDRESS SHALL BE
TERRY SHEPPARD.

7) THE NAMES AND ADDRESSES OF THE BOARD OF DIRECTORS WHO SHALL
SERVE AND HOLD OFFICE ARE:

TERRY SHEPPARD	6255 FAIRVIEW	
	BOISE	IDAHO 83704

KEN SCHMIDT	SAME AS ABOVE
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8) THE ADDRESSES AND NAMES OF THE INCORPORATORS OF THIS COMPANY
ARE AS FOLLOWS:

TERRY SHEPPARD	6255 FAIRVIEW AVE.
	BOISE, IDAHO 83704

KEN SCHMIDT	SAME AS ABOVE
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9) RECORDS AND BOOKS OF THE CORPORATION SHALL BE MAINTAINED BY THE
STOCKHOLDERS AND DIRECTORS IN THE MANNER WHICH SHALL BE IN THE
BEST INTERESTS OF THE STOCKHOLDERS AND THE CORPORATION, AS PRO-
VIDED BY THE LAWS OF THE STATE OF IDAHO.

S. AND S. PROPERTIES, INC.
ARTICLES OF INCORPORATION
(3)

ACCORDINGLY, WE, THE INCORPORATORS, DO HEREBY AFFIX OUR HANDS AND
SEALS, THIS 3 DAY OF October, 1988.

Kenneth L. Schmidt

SUBSCRIBED AND SWORN TO BEFORE ME THIS 3rd DAY OF Oct.,
1988.

SEAL

Shirley R. Jacobs

NOTARY PUBLIC FOR IDAHO

DATED this 10th day of October, 1988.

Peggy Shuman

SUBSCRIBED AND SWORN TO BEFORE ME THIS 10th day of October, 1988

Kathryn Shassai
NOTARY PUBLIC FOR IDAHO
Residing in Boise, Idaho
Commission expires: 1993