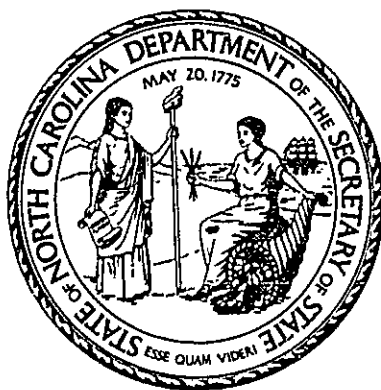




State of North Carolina



Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (3 sheets) to be a true copy of

ARTICLES OF INCORPORATION

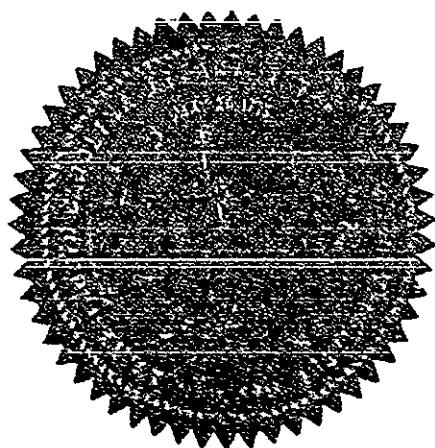
OF

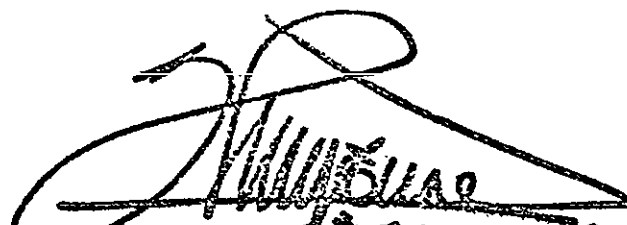
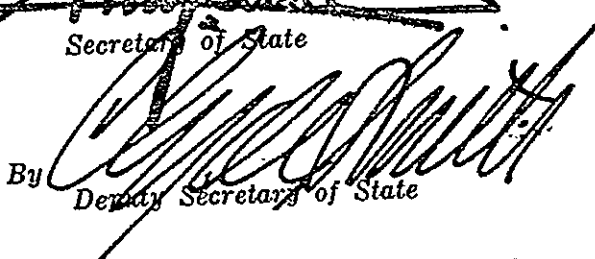
F & W AMUSEMENT, INC.

and the probates thereon, the original of which was filed in this office on the 19th day of August 195 , after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 19th day of August in the year of our Lord 19 75.




Secretary of State
By 
Deputy Secretary of State

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FILED

ARTICLES OF INCORPORATION

AUG 19 9 10 AM '75

OF

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

F & W AMUSEMENT, INC.

We, the undersigned natural persons of the age of eighteen years or more, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act," and the several amendments thereto, and to that end do hereby set forth.

I

The name of the Corporation is F & W AMUSEMENT, INC.

II

The period of duration of the corporation shall be perpetual.

III

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

- A. To engage in the business of buying, leasing, and selling amusement machines.
- B. To engage in any other lawful business that the corporation could legally engage in.

IV

The aggregate number of shares which the corporation shall have authority to issue is 10,000, divided into one class. The designation of each class, number of shares of each class, series, if any, within each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, is as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>	<u>Par Value Per Share</u>
Common		10,000	\$1.00

The preferences, limitations and relative rights in respect of the shares of each class are as follows:

The shareholders of the corporation shall have the preemptive right to acquire additional or treasury shares of the corporation as provided for in the Business Corporation Act of North Carolina.

V

The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$100.00.

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VI

The address of the initial registered office of the corporation is

710 South Green Street
Forsyth County
Winston-Salem, North Carolina 27101

and the name of the initial registered agent at such address is

Daniel Williamson Feazelle

VII

The number of directors of the corporation may be fixed by the by-laws, but shall not be less than three (except as permitted by N.C.G.S. 55-25).

The number of directors constituting the initial board of directors shall be two, and the name and address of each person who is to serve as a director until the first meeting of shareholders or until his successor be elected and qualified is:

NAMES	ADDRESSES
Daniel Williamson Feazelle	710 South Green Street Winston-Salem, N. C. 27101
Marvin W. Workman	402 Greenbriar Road Apartment E Greensboro, North Carolina 27405

VIII

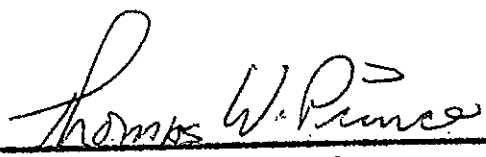
The name and address of each incorporator is:

NAME	ADDRESS
Thomas W. Prince	103 South Main Street Kernersville, N. C. 27284

IX

In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to N/A

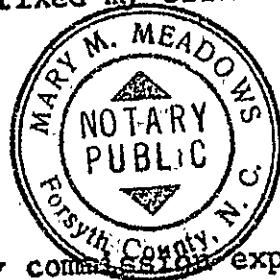
IN TESTIMONY WHEREOF, I have hereunto set my hand, this the 14 day of August, 1975.


Thomas W. Prince

STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

THIS IS TO CERTIFY, that on the 14th day of August, 1975, before me, a Notary Public personally appeared THOMAS W. PRINCE, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to him the contents thereof, he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this the 14th day of August, 1975.



Mary M. Meadows
Notary Public

My commission expires: October 25, 1975

PRESENTED FOR
REGISTRATION
AND RECORDED

Nov 10 3 55 PM '75

EUNICE AYERS
REGISTER OF DEEDS
FORSYTH CTY. N.C.

ES \$5.00 p.c.

-3-

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