

FILED
In the office of the Secretary of State
of the State of California

JUN 27 1972

EDMUND G. BROWN Jr. Secretary of State
By *Ralph B. Marrett* Deputy

ARTICLES OF INCORPORATION

OF

ATARI, INC.

FIRST: The name of the corporation is:
ATARI, INC.

SECOND: The corporation's purposes are as follows:

(a) Primarily to engage in the specific business of manufacturing, distributing and selling of novelty games.

(b) To engage generally in the business of inventing and licensing of games.

(c) To engage in any business related or unrelated to those described in clauses (a) and (b) of this Article SECOND and from time to time authorized or approved by the Board of Directors of this corporation;

(d) To act as partner or joint venturer or in any other legal capacity in any transaction;

(e) To do business anywhere in the world;
and

(f) To have and exercise all rights and powers from time to time granted to a corporation by law.

The above purpose clauses shall not be limited by reference to or inference from one another, but each such purpose

Resolutions of Rights
to be entered
in the
minutes

4

clause shall be construed as a separate statement conferring independent purposes and powers upon the corporation.

THIRD: The county in the State of California where the principal office for the transaction of the business of the corporation is located is the County of Santa Clara.

FOURTH:

(a) The number of Directors of the corporation is four.

(b) The names and addresses of the persons who are appointed to act as first Directors are:

NOLAN K. BUSHNELL
1425 Blackstone Avenue
San Jose, California 95118

S. FRED DABNEY
1425 Blackstone Avenue
San Jose, California 95118

PAULA N. BUSHNELL
1425 Blackstone Avenue
San Jose, California 95118

JOAN M. DABNEY
1425 Blackstone Avenue
San Jose, California 95118

FIFTH: This corporation is authorized to issue only one class of shares of stock. The total number of shares which the corporation is authorized to issue is 75,000. The aggregate par value of said shares is \$75,000.00, and the par value of each share is \$1.00. No distinction shall exist

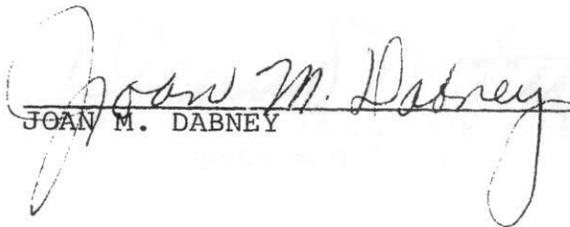
between the shares of the corporation or the holders thereof.

IN WITNESS WHEREOF, the undersigned and above-named incorporators and first Directors of this corporation have executed these Articles of Incorporation on June 9, 1972.


NOLAN K. BUSHNELL


S. FRED DABNEY


PAULA N. BUSHNELL


JOAN M. DABNEY

STATE OF CALIFORNIA)
)
COUNTY OF SANTA CLARA) SS

On June 9, 1972, before me, the undersigned, a Notary Public in and for said County and State, personally appeared NOLAN K. BUSHNELL, S. FRED DABNEY, PAULA N. BUSHNELL, and JOAN M. DABNEY, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.

WITNESS my hand and official seal.


Notary Public in and for said
County and State

My Commission Expires:

My Commission Expires March 10, 1973

