

Articles Of Incorporation  
Of  
RunJumpDev Inc.

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Kentucky, do hereby certify:

ARTICLE I

Name

The name of the Corporation is RunJumpDev, Inc.

ARTICLE II

Nonprofit Corporation

The corporation is organized pursuant to the provisions of the Kentucky Revised Statutes Chapter 273.

ARTICLE III

Duration

The Corporation shall have perpetual duration.

ARTICLE IV

Purposes

The purpose of the corporation is to promote the growth and development of the video and electronic game manufacturing industry and to otherwise constitute the state professional association of video and electronic game manufacturers, and to do within the law all things necessary and proper to accomplish those purposes.

No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no director, officer or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE V

### Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 237 Masterson Station Drive, Lexington, Kentucky, 40511, in Fayette County. The name of its initial registered agent at such address is Lori Meister.

## ARTICLE VI

### Initial Principal Office

The mailing address of the initial principal office of the corporation is 237 Masterson Station Drive, Lexington, Kentucky, 40511.

## ARTICLE VII

### Directors

The affairs of the Corporation shall be managed by a Board of Directors. The initial directors and their addresses are:

Chris Bruser  
136 Lincoln Ave.  
Lexington, KY 40502

Tim Knowlton  
550 N Broadway  
Lexington, KY 40508

Richard Hoagland  
755 Sherwood Drive  
Lexington, KY 40502

John Meister  
237 Masterson Station Drive  
Lexington, KY 40511

## ARTICLE VIII

### Indemnification of Directors and Officers

Each director and each officer or former director or officer of the Corporation may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities

imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, a director or officer and against such sum as independent counsel selected by the directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no director or officer shall be indemnified (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty, (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or (c) with respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which directors or officers may be entitled under any bylaw, agreement, corporate resolution, vote of directors or otherwise. The Corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

## ARTICLE IX

### Limitation on Scope of Liability

No director shall be liable to the Corporation for monetary damages for breach of duty of care or other duty as a director, except that this provision may not eliminate or limit liability for a) any appropriation, in violation of the director's duties, of any business opportunity of the corporation; b) for acts or omissions which involve intentional misconduct or a knowing violation of law; or c) for any transaction from which the director received an improper personal benefit.

## ARTICLE X

### Dissolution

Upon the dissolution of the Corporation's affairs, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization qualifying under Section 501(c)(6) of the Code as an exempt organization, to be used exclusively for the purposes as described in Article Four hereof. In the event that, upon dissolution of the Corporation, the board of directors shall fail to act in the manner herein provided within a reasonable period of time, upon the application of one or more persons having a real interest in the Corporation or its assets, the Corporation's assets shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the court

shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XI

##### Incorporator

The name and street address of the Incorporator is:

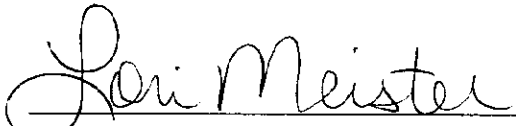
Lori Meister

Wohlander Law, PSC

P.O. Box 910483

Lexington, Kentucky 40591

IN WITNESS WHEREOF, the undersigned Incorporator does hereby affix her signature this 27th day of February, 2013, and in so doing consents to serve as the registered agent for the corporation.

  
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Lori Meister