

AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
INTERNATIONAL GAME DEVELOPERS' ASSOCIATION, INC.

To: Business Programs Division
Sacramento, CA

The Undersigned certify that:

FIRST: They are the president and the secretary, respectively, of International Game Developers' Association, Inc., a California corporation.

SECOND: The Articles of Incorporation of this Corporation are amended and restated to read as follows:

I.

The name of the Corporation is International Game Developers' Association, Inc.

II.

(a) This Corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

(b) The specific purposes of this Corporation are:

1. To foster information exchange and communication among professionals of the global digital game development community;
2. To provide a common voice for digital game developers and be an advocate on issues affecting the community;
3. To increase the recognition and respect of digital game developers and the art form of digital games;
4. To provide guidance and support to the next generation of digital game developers; and
5. To perform and support any other activities toward improving and promoting the industry.

III.

Notwithstanding any of the above statements of purposes and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any power that are not in furtherance of the specific purposes of this Corporation.

THIRD: The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.

FOURTH: The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: January __, 2005

Signed By: _____
Jesse Schell, President

Signed By: _____
Brian Reynolds, Secretary