

Filing fee: \$150.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RI 02903

Corp. I.D. #

69820

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF  
IGT

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is IGT

SECOND: The name which it elects to use in Rhode Island is IGT, Inc.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of the State of Nevada

FOURTH: The date of its incorporation is January 23, 1952 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 520 South Rock Blvd., Reno, Nevada 89502

SIXTH: The address of its proposed registered office in Rhode Island is One Turks Head Place, Suite 200 Providence, R.I. 02903 and the name of its proposed registered agent in Rhode Island at that address is Matthew Medeiros, Esq., Flanders + Medeiros, Inc.

  
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are supplying video lottery terminals to the Rhode Island Lottery Commission.

**EIGHTH: The names and respective addresses of its directors and officers are:**

<u>Name</u>	<u>Office</u>	<u>Address</u>
Charles N. Mathewson	Chairman/ Director	520 S. Rock Bl., Reno, NV 89502
John J. Russell	Director	520 S. Rock Bl., Reno, NV 89502
Raymond D. Pike	Director	520 S. Rock Bl., Reno, NV 89502
Charles N. Mathewson	CEO	520 S. Rock Bl., Reno, NV 89502
Peter D. Dickinson	President	520 S. Rock Bl., Reno, NV 89502
Michael Brown	Vice President/Production	520 S. Rock Bl., Reno, NV 89502
Raymond D. Pike	Secretary	520 S. Rock Bl., Reno, NV 89502
Scott Shackelton	Treasurer/Controller, VP	520 S. Rock Bl., Reno, NV 89502
Robert A. Luciano	VP/Engineering	520 S. Rock Bl., Reno, NV 89502
Frann M. Gallagher	Assist. Secretary	520 S. Rock Bl., Reno, NV 89502

**NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:**

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
20,000,000	Common	N/A	.01

**TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:**

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
9,812,352	Common	N/A	.01

**ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 350,000,000.**

**TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 750,000**

**THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 250,000,000.**

**FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 765,000**

**FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.**

Dated August 28, 1992

IGT

[Exact Corporate Name of Corporation Making Application]

By Peter D. Dickinson  
Peter D. Dickinson  
Its President  
and Raymond D. Pike  
Raymond D. Pike  
Its Secretary

STATE OF NEVADA

COUNTY OF WASHOE

} Sc.

At Reno, Nevada in said County on the 28th day  
of August 1992, before me personally appeared Peter D.  
Dickinson and Raymond D. Pike, who being by me first duly sworn, declared that  
they are President and Secretary, respectively of IGT, that they  
signed the foregoing document as such President and Secretary of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Jane E. Healy  
Notary Public



20#  
10098

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Rec'd & Filed SEP 4 1992

STATE OF NEVADA  
Department of  
State

I hereby certify that this is a true  
and complete copy of the document  
as filed in this office.

DATED: AUG 28 1992



CHERYL A. LAU  
Secretary of State

By

