



CERTIFICATE OF INCORPORATION
OF

BOISE STEAK HOUSES, INC.

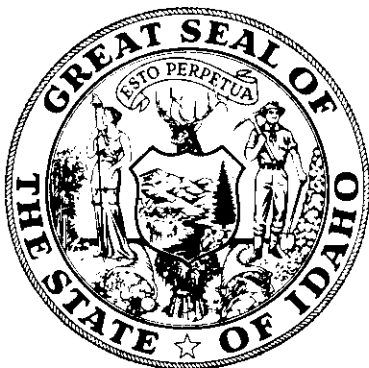
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

BOISE STEAK HOUSES, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **August 26, 1983**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

BOISE STEAK HOUSES, INC.

AUG 26 9 05 AM '83

REGISTERED STATE

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is BOISE STEAK HOUSES, INC.

ARTICLE TWO

Purposes. The purposes of the corporation are to operate Bonanza steakhouses in Boise, Idaho and to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of the corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 300 North Sixth Street, City of Boise, County of Ada, 83701. The name of the corporation's initial registered agent at such address is C T Corporation System.

ARTICLE FIVE

Stock. The total authorized number of shares without par value is 50,000.

The stock of the corporation is divided into 1000 shares of Class I Common voting stock; and 49,000 shares of Class II Common non-voting stock. The two classes shall be of identical value and relative rights, except only Class I shall be voting shares and Class II non-voting shares.

ARTICLE SIX

Preemptive rights. None.

ARTICLE SEVEN

Directors. The number of directors constituting the initial board of directors is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Lance Homstol	P.O.Box 334 Yorkton, Saskatchewan S3N 2W1
Bill Balek	4512 Palisades Park Drive Billings, Montana 59106
Gordian Kiedrowski	3953 Rimrock Road Billings, Montana 59102

ARTICLE EIGHT

Incorporator. The name and address of each incorporator are:

Calvin A. Calton	301 S. 24th St. West Billings, Montana 59102
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EXECUTED in duplicate on August 23, 1983.



CALVIN A. CALTON

STATE OF MONTANA)
) ss.
County of Yellowstone)

CALVIN A. CALTON, being duly sworn upon his oath
deposes and says:


That he has read the foregoing and that the facts and
matters contained therein are true, accurate and complete to
the best of his knowledge and belief.



CALVIN A. CALTON

SUBSCRIBED AND SWORN TO before me this 23rd day of
August, 1983.

(SEAL)



Notary Public for the State of Montana
Residing at Billings, Montana
My commission expires March 25, 1986