

ORIGINAL

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ARTICLES OF INCORPORATION
OF
JIM BOB'S BAKERY, INC.

01 NOV 16 AM 8:31
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

Name.

The name of the corporation is JIM BOB'S BAKERY, INC.

ARTICLE II

Period of Duration

The duration of this Corporation is to be perpetual.

ARTICLE III

Purposes and Powers

Section 1. Purposes. The purposes for which this Corporation is organized are to engage in the wholesale and retail business of making bread and donuts.

Section 2. Powers. This corporation shall have all the powers specified in the Idaho Corporation Act.

ARTICLE IV

Stock Clauses

The aggregate number of shares which this Corporation shall have authority to issue is ONE THOUSAND common shares, no par value. The Corporation shall not have the authority to issue shares in series.

ARTICLES OF INCORPORATION - 1

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ARTICLE V

Registered Office and Registered Agent

The physical address and mailing address of the registered office of this Corporation are 352 Second Avenue East, Twin Falls, Idaho 83301. The name of the initial registered agent of this corporation at that address is Jim Bob Taylor.

ARTICLE VI

Directors

The number of Directors shall be as specified in the Bylaws of this Corporation and such number may from time to time be increased or decreased in such manner as described in the Bylaws and may be fewer than three in the event that the Corporation has less than three shareholders, in accordance with the laws of the State of Idaho. The initial Board of Directors shall consist of one member. The name and address of the person who is to serve as director until successors be elected and qualify are as follows:

Name

Address

Jim Bob Taylor

471 Sun Ridge Drive
Jerome, Idaho 83338

ARTICLE VII

Incorporators

The name and address of the incorporator of this Corporation is Jim Bob Taylor, 471 Sun Ridge Drive, Jerome, Idaho 83338.

ARTICLE VIII

Provisions for Regulation of Corporation's Internal Affairs

Section 1. **Meetings of Shareholders and Directors.** Meetings of the Shareholders and Directors of this Corporation may be held either within or without the State of Idaho at such place or places as may from time to time be designated in the Bylaws or by resolution of the Board of Directors.

Section 2. **Bylaws.** The initial Bylaws of this Corporation shall be adopted by its Board of Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the Directors, as set forth in the Bylaws. The Bylaws may contain any provisions for the regulation and management of this Corporation which are consistent with the Idaho Business Corporation Act and these Articles of Incorporation.

Section 3. **Compensation of Directors.** The Board of Directors shall not receive compensation for their services as directors. A Director may serve the Corporation in any other capacity and may receive compensation therefrom in any form.

Section 4. **Contracts in Which Directors Have an Interest.** The Bylaws of the Corporation shall provide for the handling of contracts or transactions in which Directors may have a financial interest, whether direct or indirect.

Section 5. **Indemnification of Directors and Officers.** The Bylaws of the corporation shall provide for the circumstances in which Directors and officers of the corporation may be entitled to indemnification.

ARTICLE IX.

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any respect conformable to the law of the State of Idaho by an affirmative vote of more than seventy-five percent (75%) of the shareholders entitled to vote in a meeting of shareholders called for such purpose as prescribed by law.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, executes these Articles of Incorporation, in duplicate, and certifies to the truth of the facts herein stated, this 13th day of November, 2001.

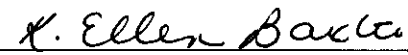


JIM BOB TAYLOR

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 13th day of November, 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared JIM BOB TAYLOR, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my official seal the day and year in this certificate first above-written.



NOTARY PUBLIC for Idaho
Residing at Twin Falls
Commission expires 11/06/03