

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

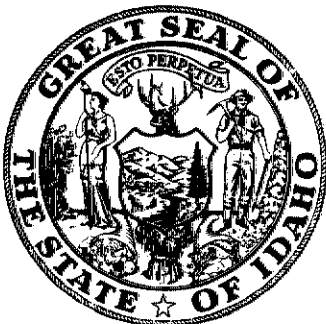
FINISH LINE FOODS, INC.

File number C 109889

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 the above named corporation, 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: March 22, 1995



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

ARTICLES OF INCORPORATION
OF
FINISH LINE FOODS, INC.

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THE UNDERSIGNED, a natural person over the age of eighteen (18) years, does hereby form a corporation under the laws of the State of Idaho, as contained in Chapter 1 of Title 30, Idaho Code, entitled "Idaho Business Corporation Act," and to that end does hereby certify:

ARTICLE I

Name

The name of said corporation shall be Finish Line Foods, Inc.

ARTICLE II

Purposes and Powers

A. To engage and deal in retail and wholesale food and beverage service, including the sale of alcoholic beverages, at one or more locations to be determined from time to time by the corporation.

B. To invest funds in real property, personal property, mortgages, stocks, bonds and other types of investments, and to own or lease real or personal property, and to give security in connection therewith.

C. To engage in such other business activities as may be authorized or permitted by the Idaho Business Corporation Act (Chapter 1 of Title 30, Idaho Code).

ARTICLE III

Duration

The duration of the corporation shall be perpetual.

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ARTICLE IV

Registered Office

The registered office of said corporation in the State of Idaho shall be located at 2144 Hillcrest Lane, Twin Falls, Idaho 83301, in the County of Twin Falls, Idaho. Karen York shall be the registered agent at the address set forth above.

ARTICLE V

Corporate Stock

The corporation shall have the authority to issue five thousand (5,000) shares of common stock, all of one class and all without par value.

ARTICLE VI

Incorporators

Name of Incorporator

Address

Karen York

2144 Hillcrest Lane
Twin Falls, Idaho 83301

ARTICLE VII

Management

The business of the corporation shall be managed by a board of one (1) director, unless and until the corporation has more than one (1) shareholder, in which case the board of directors shall consist of the same number of directors as there are shareholders, not to exceed three (3) directors in total. Each director shall hold office for the term for which he or she was elected or until his or her successor is elected and qualified.

The initial member of the board of directors of the corporation shall be Karen York, 2144 Hillcrest Lane, Twin Falls, Idaho 83301, who shall serve until the first annual meeting of the shareholders or until her successor has been duly elected and qualified.

ARTICLE VIII

Annual Meeting of Shareholders

The annual meeting of the shareholders of the corporation shall be held on the second Monday in March of each year, commencing in 1996, or at such other time as the

board of directors may subsequently set. Notice of the annual meeting and any special meetings of the shareholders shall be given by the board of directors at least seven (7) days prior to the date thereof, which notice shall set forth the time and location of said meetings.

ARTICLE IX

Bylaws

The regulation of the internal affairs of the corporation shall be further detailed and provided for in the Bylaws of the corporation. The power to adopt, repeal and amend said Bylaws shall be in the shareholders.

IN WITNESS WHEREOF I have set my hand this 20 day of March, 1995.

Karen York
Karen York

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

I, Sherry L. Cull, a Notary Public, do hereby certify that on this 20th day of March, 1995, personally appeared before me Karen York, who, being by me first duly sworn, declared that she is the Incorporator of Finish Line Foods, Inc., that she signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.

Sherry L. Cull
Notary Public for Idaho
Residing at: Twin Falls, Id
Commission expires 3/19/98

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