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SPECIAL MEETING OF DIRECTORS AND SHAREHOLDERS OF
D.D.M. ENTERPRISES, INC.

#85382
amended

A special meeting of the Directors and Shareholders of D.D.M. Enterprises, Inc. was held at 1044 Northwest Boulevard, Coeur d'Alene, Idaho, on the ____ day of August, 1992. The Directors and Shareholders waived notice of said meeting as acknowledged by their signature hereon.

Present at said meeting were: Donald E. Meeker, Dolores E. Meeker and Attorney Michael J. Newell.

After Motion duly made and seconded,

IT WAS RESOLVED that the Donald E. and Dolores E. Meeker are authorized to sell their shares of stock in the Corporation to Jimmy and Sydney Baker, which sale shall include the beer, wine and liquor licenses of the City of Athol, County of Kootenai and State of Idaho.

IT WAS FURTHER RESOLVED that Donald E. Meeker shall resign as President/Director, and Dolores E. Meeker shall resign as Secretary/Treasurer/Director of the Corporation.

IT WAS FURTHER RESOLVED that the above resignations shall be effective at the time of sale, at which time Jimmy Baker shall be appointed as President and Director, and Sydney Baker shall be appointed as Secretary/Treasurer and Director. Their signatures hereon constitute acceptance of the duties and responsibilities of such appointments.

There being no further business to come before the Directors and Shareholders, the meeting was duly adjourned.

D A T E D this 14 day of August, 1992.

Donald E. Meeker
DONALD E. MEEKER

Jimmy Baker
JIMMY BAKER

Dolores E. Meeker
DOLORES E. MEEKER

Sydney Baker
SYDNEY BAKER

COPY

BILL OF SALE #

KNOW ALL MEN BY THESE PRESENTS that DONALD E. MEEKER and DOLORES E. MEEKER, husband and wife, for and in consideration of the sum of ONE DOLLAR (\$1.00) and other valuable consideration paid to them by JIMMY BAKER and SYDNEY BAKER, husband and wife, the receipt of which is hereby acknowledged, DO HEREBY GRANT, SELL, TRANSFER and DELIVER UNTO THE SAID JIMMY BAKER and SYDNEY BAKER, husband and wife, all of their right, title and interest of every character whatsoever in and to the personal property described as follows:

All shares of stock of D.D.M. ENTERPRISES, INC. which holds the State of Idaho Retail Alcohol Beverage License No. 2941, Kootenai County Retail Alcoholic Beverage License No. 92-208, and the City of Athol Beer, Liquor and Wine License No. 1992-02, including that certain Lease Agreement wherein Jimmy Baker is Lessor, and D.D.M. Enterprises, Inc. is Lessee dated the 14 day of August, 1992, ~~including all personal property listed on Exhibit~~ "A" attached hereto and by reference fully incorporated herein.. *JB* *Sam*

TO HAVE AND TO HOLD, all and singular, the said personal property described hereinabove to the said JIMMY BAKER and SYDNEY BAKER, husband and wife, their successors, heirs and assigns forever.

AND THE GRANTORS DO HEREBY COVENANT with the Grantees that they are the lawful owners of said personal property, that the said personal property is free from all encumbrances;

1. BILL OF SALE

that they have good right to sell the same as aforesaid and that they will warrant and defend the same against the lawful claims and demands of all persons.

IN WITNESS WHEREOF the undersigned Grantors hereunto set their hands and seals this 14 day of August, 1992.

Donald E. Meeker
DONALD E. MEEKER

Dolores E. Meeker
DOLORES E. MEEKER

2. BILL OF SALE