



CERTIFICATE OF INCORPORATION
OF

KAREN'S OLD FASHIONED ICE CREAM, 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 _____

KAREN'S OLD FASHIONED ICE CREAM, 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: April 27, 1964.



SECRETARY OF STATE

by: _____

in 17 54-1997

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ARTICLES OF INCORPORATION
OF
KAREN'S OLD FASHIONED ICE CREAM, INC.

KNOW ALL BY THESE PRESENTS:

That we, the undersigned, all being bona fide natural born citizens of the United States of America, over the age of twenty-one years, do, under and in pursuance of the general corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

I.

That the name of this corporation shall be KAREN'S OLD FASHIONED ICE CREAM, INC.

II.

That the period of existence of this corporation shall be perpetual.

III.

That the location and post office address of the registered office in the State of Idaho for the transaction of the business of this corporation shall be 217 South Main Street, Moscow, Latah County, Idaho 83843, and the name of the registered agent at such address is D. C. Minkler.

IV.

That in furtherance, and not in limitation of the general powers conferred by the laws of the State of Idaho, this corporation shall have the following objects, purposes and powers:

1. To engage in the wholesale and retail sale and distribution of ice cream and related products, goods and services.

1 2. To borrow money and to make and issue notes, bonds, debentures,
2 obligations and evidences of indebtedness of all kinds, whether secured by
3 mortgage, pledge, or otherwise, without limit as to amounts, except as may
4 be prohibited by statute, and to secure the same by mortgage, pledge, or
5 otherwise, and generally to make and perform agreements and contracts of
6 every kind and description.
7

8 3. To conduct and carry on its business, or any part thereof, and to
9 have one or more stores, and to exercise all or any of its corporate powers
10 and rights in the State of Idaho, and in the various states, territories,
11 colonies and dependencies of the United States and the District of Columbia,
12 and in all or any foreign countries or country.
13

14 4. To do all and everything necessary, suitable and proper for the
15 accomplishment of any of the purposes, or the attainment of any of the objects
16 or the furtherance of any of the powers hereinabove set forth, either alone or
17 in association with other corporations, firms or other individuals, and to do
18 every act or acts, thing or things, incidental or appurtenant to or growing
19 out of or connected with the aforesaid business or powers, or any part or
20 parts thereof; PROVIDED, the same be not inconsistent with the laws under
21 which this corporation is organized.
22

23 5. To purchase or in anywise acquire for investment or for sale or
24 otherwise, land, contracts for the purchase or sale of lands, buildings,
25 improvements, and any other real property of any kind or tenure or any
26 interest therein; and as the consideration for same to pay cash or to issue the
27 capital stock, debenture bonds, mortgage bonds, or other obligations of the
28 corporation; and to sell, convey, lease, mortgage, hypothecate, give deeds of
29 trust, or otherwise deal with all or any part of the property of the corporation;
30 and to deal generally in the development of commercial and residential real
31 property.
32

6. To manage, improve, develop, and otherwise deal with any land or contracts for purchase or sale of lands acquired by the corporation, or in which the corporation is interested, and improving the same by laying out and preparing the same for building purposes, constructing, altering, and improving buildings thereon.

7. To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this corporation, or any other person, firm or corporation.

8. To acquire, hold, own, use, lease, let, mortgage, hypothecate, pledge, sell or otherwise dispose of real or personal property whatsoever that may be reasonably necessary for the purpose of carrying into effect any one or more of the objects of this corporation.

V.

That the total authorized amount of the capital stock of this corporation is Fifty Thousand Dollars (\$50,000.00), which shall be divided into five hundred (500) shares of common stock, the par value of each shall be \$100.00, and such stock shall be nonassessable.

VL.

That the name and post office address of each of the initial Board of Directors and the incorporators and the number of shares for which each subscribes is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
D. C. Minkler	P. O. Box 398 Troy, Idaho 83871	248
Roger A. Linderman	Route 1, Box 337 Troy, Idaho 83871	1
Karen M. Linderman	Route 1, Box 337 Troy, Idaho 83871	1

