

**FILED/EFFECTIVE**

**ARTICLES OF INCORPORATION**

**of**

**THE FAMILY TABLE, INC.**

AUG 15 4 14 PM '00

SECRETARY OF STATE  
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of this corporation is The Family Table, Inc.

**ARTICLE II - PERIOD OF DURATION**

The corporation shall have perpetual existence.

**ARTICLE III - CORPORATE POWERS**

The object and purpose for which this corporation is formed is: The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**ARTICLE IV - AUTHORIZED SHARES**

The amount of the capital stock of the corporation shall be 1,000 shares and each share shall have no par value. Said stock shall be and is non-assessable.

**ARTICLE V - REGISTERED AGENT**

The address of the registered office of the corporation shall be and is: 12134 Goodson Rd., Middleton, Idaho 83644. The name of the registered agent at such address is: Christopher A. Heindel.

IDAHO SECRETARY OF STATE

08/16/2000 09:00  
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## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is four whose names and addresses are:

Christopher A. Heindel  
12134 Goodson Rd.  
Middleton, ID 83644

Mathew T. Heindel  
12134 Goodson Rd.  
Middleton, ID 83644

Cheryl Heindel  
12134 Goodson Rd.  
Middleton, ID 83644

Chad Young  
956 E. Wentworth  
Meridian, ID 83642

The above named persons shall serve as directors until the first annual meeting of shareholders or until successors be elected and qualified.

## **ARTICLE VII - INCORPORATORS**

The name and post office address of the original incorporator is:

Christopher A. Heindel  
12134 Goodson Rd.  
Middleton, ID 83644

## **ARTICLE VIII - STOCKHOLDERS' LIMITED LIABILITY**

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

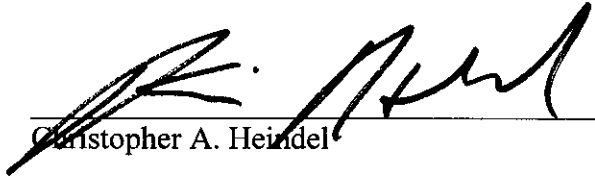
## **ARTICLE IX - CONFLICTS OF INTEREST**

No contract or other transaction between the corporation and any other corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors or shareholders of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any directors, individual or any firm of which any director or shareholder may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation provided the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or shareholders of the corporation which shall authorize any such contract or transaction with like force and effect as if he/she were not such officer or director of such other corporation or not so interested.

## **ARTICLE X - FIDUCIARY DUTY**

The personal liability of a director/shareholder to the corporation or its stockholders for monetary damages for breach of fiduciary duty as director/shareholder is hereby eliminated and no director/shareholder shall have personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director/shareholder, except that the personal liability of a director/shareholder to the corporation or its stockholders for any breach of the directors/shareholders duty of loyalty to the corporation or its stockholders, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law shall not be eliminated and the personal liability of a director/shareholder to the corporation or its stockholders for the liability imposed by Idaho Code 30-1-48 shall not be eliminated and the personal liability of a director/shareholder to the corporation or its stockholders for personal liability for any transaction from which the director/shareholder derived a legally improper personal benefit shall not be eliminated.

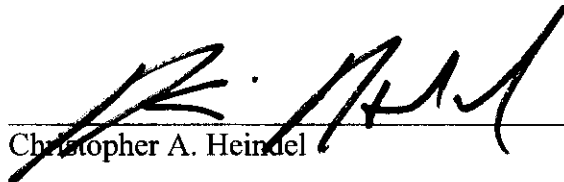
IN WITNESS WHEREOF, We have hereunto set our hands and seals  
this 15<sup>th</sup> day of August, 2000.

  
\_\_\_\_\_  
Christopher A. Heindel


STATE OF IDAHO                    )  
  : ss.  
County of Ada                    )

Christopher A. Heindel, being first duly sworn, upon oath, depose and say:

That he is the incorporator named in the above-entitled Articles of Incorporation;  
that he has read the foregoing Articles of Incorporation and knows the contents thereof and that  
the same are true as he verily believes.

  
\_\_\_\_\_  
Christopher A. Heindel

SUBSCRIBED AND SWORN To before me this 15<sup>th</sup> day of August, 2000.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Caldwell, Idaho  
My Commission Expires: 5/1/2001

(SEAL)