

State of Idaho

Department of State

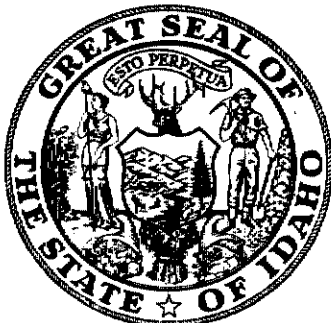
CERTIFICATE OF INCORPORATION OF

ST. MARIES PIZZA FACTORY, INC.
File number C 111230

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: July 3, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ma Sisk*

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Jul 3 10 07 AM '95

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

ST. MARIES PIZZA FACTORY, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is ST. MARIES PIZZA FACTORY, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the Corporation is organized is to operate a pizza restaurant together with all related activities and the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 shares, with a par value of \$ 100.00 per share.

FIFTH: There are no provisions denying pre-emptive rights.

SIXTH: The internal affairs of the Corporation shall be governed by a duly adopted Code of Bylaws which shall be consistent with these Articles of Incorporation and the laws of the State of Idaho.

SEVENTH: The address of the initial registered office of the Corporation is 910 Main Street, St. Maries, Idaho 83861, County of Benewah, State of Idaho, and the name of the registered agent at such address is Roger Ross.

IDAHO SECRETARY OF STATE

7/3/95 10:00 AM

Customer # 47589

IVCS6000424 15384

CORPORATION PROFIT

1 @ 100.00 = 100.00

EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

ROGER ROSS

910 Main Street
St. Maries, Idaho 83861

JENNIFER ROSS

910 Main Street
St. Maries, Idaho 83861

NINTH: The name and address of each incorporator is:

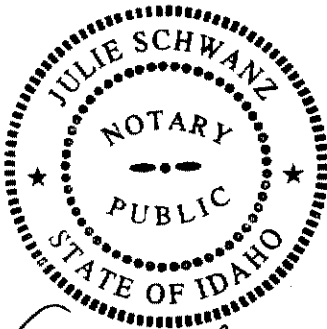
ROGER ROSS

910 Main Street
St. Maries, Idaho 83861

JENNIFER ROSS

910 Main Street
St. Maries, Idaho 83861

DATED this 30th day of June, 1995.



Julie Schwanz

Roger Ross
Roger Ross

Jennifer Ross
Jennifer Ross