

**FILED**

**ARTICLES OF INCORPORATION OF**

**B & T ARCTIC CIRCLES, INC. NOV -2 AM 10: 10**

The undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do hereby adopt the following articles of incorporation:

**ARTICLE ONE**

The name of the corporation is B & T Arctic Circles, Inc.

**ARTICLE TWO**

**CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE**

**PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of restaurant food sales.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR**

**CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

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**ARTICLE FIVE**

**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 198 Yellowstone Ave., Pocatello, Idaho and the name of its initial registered agent at such address is Brent Lenon.

**ARTICLE SIX**

**DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

<b>Name</b>	<b>Address</b>
Brent D Lenon	2888 Summit, Pocatello, ID 83201
Tonia Lenon	2888 Summit, Pocatello, ID 83201

**ARTICLE SEVEN**

**INCORPORATORS**

The name and address of each incorporator is:

<b>Name</b>	<b>Address</b>
Brent D Lenon	2888 Summit, Pocatello, ID 83201
Tonia Lenon	2888 Summit, Pocatello, ID 83201

