



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

FOSTER'S DONUTS, INC. OF IDAHO

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 _____

FOSTER'S DONUTS, INC. OF IDAHO

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 December 12th, 19 80



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RECEIVED

ARTICLES OF INCORPORATION DEC 12 PM 3:55

OF

FOSTER'S DONUTS, INC. OF IDAHO

SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS, That we, WARREN J. FOSTER and PATRICIA A. FOSTER, each of whom are residents of the State of California, and a citizen of the United States, do hereby associate ourselves together for the purpose of forming a corporation under the general incorporation laws of the State of Idaho, and do make, execute and adopt in triplicate the following Articles of Incorporation, to-wit:

ARTICLE I

The name of the corporation shall be FOSTER'S DONUTS, INC. OF IDAHO.

ARTICLE II

The principal place of business and the registered post office of the corporation shall be P.O. Box 522, Boise, Idaho 83701. The name of the registered agent at this address is Howard I. Manweiler.

ARTICLE III

The object and purposes for which this corporation is formed are as follows:

1. To own, lease, operate and manage wholesale and retail bakery, soft drink and food concession outlets, including, but not limited to, any and all functions incident to any of the above, together with any and all things reasonable and necessary and in furtherance of the objectives and purposes of the corporation.

2. To purchase, lease, acquire, construct and operate buildings and other land improvements, whether or not related,

together with all fixtures and appurtenances.

3. To engage in every type of lawful business, industry or commercial activity, including, without limitation, bakery food sales, distributions thereof or otherwise.

4. To purchase, acquire, own, hold, mortgage, pledge, sell, transfer, encumber and in any other manner to dispose of, deal and trade in goods, wares, merchandise and personal property of every class and description, whether at wholesale, retail or otherwise.

5. To loan money upon notes, bonds, stocks or any other evidences of indebtedness.

6. To establish, form and subsidize or otherwise assist in the establishment, organization or formation of other companies, firms, or corporations having for their objects, or some of them, any of the objects mentioned in these Articles, or the development and furtherance of any other undertaking or business enterprise of any description whatsoever, and to purchase, own and hold stock in other corporations and interest in other business enterprises, and to sell the same, and to receive compensation for any services rendered in connection with any of the foregoing matters.

7. To borrow money for the business of the company and to give security therefor and, in pursuance of the business of the company, to issue bonds, debentures, promissory notes or other evidences of indebtedness, and to secure the same by mortgage or pledge of all or any of the property of the company, real or personal.

8. To do generally any and all things which the company may deem necessary, proper and convenient in its said business for the improvement and use of the corporation property and in carrying out and accomplishing the purposes hereinbefore

specified, and in addition thereto to have all the general powers granted to corporations by virtue of the laws of the State of Idaho and of any other state in which the corporation may do business.

ARTICLE IV

The total authorized capital of the corporation shall be One Hundred Thousand (100,000) shares of common stock of the par value of \$1.00 per share, with each share being entitled to one vote and not subject to assessment.

ARTICLE V

The term of existence of the corporation shall be in perpetuity.

ARTICLE VI

The number of directors of this corporation at the commencement of business shall be two (2), but the Board of Directors may at any time, by amendment of the By-Laws, be increased to any number not exceeding fifteen (15).

The name and post office address of each of the initial directors named by the corporation to serve until the first election of directors are as follows:

<u>NAME OF INITIAL DIRECTORS</u>	<u>POST OFFICE ADDRESS</u>
Warren J. Foster	4685 East Industrial Street Suite 3J Simi Valley, California 93063
Patricia A. Foster	4685 East Industrial Street Suite 3J Simi Valley, California 93063

ARTICLE VII

By-Laws of this corporation may be made, amended or repealed by the Board of Directors or the shareholders, provided only that the Directors shall not amend or repeal By-Laws fixing their qualifications, classifications, term of office or compensation.

IN WITNESS WHEREOF, Said incorporators, the under-
signed, have hereunto set their hands in triplicate this 26
day of November, 1980.

Warren J. Foster
Warren J. Foster

Patricia A. Foster
Patricia A. Foster

STATE OF CALIFORNIA)
County of Los Angeles)ss.

On this 26 day of November, 1980,
before me, the undersigned Notary Public in and for the State
of California, duly commissioned and sworn, personally appeared
WARREN J. FOSTER and PATRICIA FOSTER, known to me to be the
individuals described in, and who executed the within and fore-
going instrument, and acknowledged the said instrument to be
their free and voluntary act and deed for the uses and purposes
therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed by official seal the day and year first above written.

Doris Irion

Notary Public for California
Residing at:

