



CERTIFICATE OF INCORPORATION  
OF

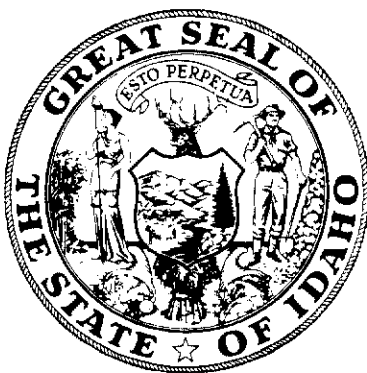
**SHADY LADY SALOON, INC.**

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 **SHADY LADY SALOON, 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: **January 17, 1985**



SECRETARY OF STATE

by: \_\_\_\_\_

JAN 17 5 40 AM '85  
STATE

ARTICLES OF INCORPORATION  
OF  
SHADY LADY SALOON, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons of the age of twenty-one years, or more, and all being citizens of the United States of America and of the State of Idaho and residents thereof, do hereby voluntarily associate ourselves together for the purpose of forming a corporation in conformity with the laws of the State of Idaho, and for the purposes hereinafter set forth, do hereby adopt Articles of Incorporation as follows:

I.

NAME

The name of the corporation shall be SHADY LADY SALOON, INC.

II.

LOCATION AND POST OFFICE ADDRESS

The location and post office address of the registered office of the corporation in the State of Idaho is 810 Main Wardner, Kellogg, Idaho 83837. The name and address of the corporation's managing agent is WESLEY H. AAMODT, 810 Main Wardner, Kellogg, Idaho 83837.

III.

DURATION

The term of existence of this corporation shall be perpetual from the date of filing Articles of Incorporation in the office of the Secretary of State of the State of Idaho.

IV.

PURPOSES

To engage in any lawful act or activities which corporations may be organized for under the general corporation laws of Idaho.

V.

AMOUNT OF CAPITAL STOCK

Total authorized number of par value shares of stock is 25,000 shares. Each share shall have one (1) vote and a par value of \$1.00 per share. Such shares shall be considered common stock and there shall be no preferred stock.

Capital stock shall be non-assessable.

VI.

NAME AND ADDRESSES OF INCORPORATORS

The names and post office addresses of each of the incorporators are as follows:

| <u>NAME</u>      | <u>ADDRESS</u>                           |
|------------------|--|
| WESLEY H. AAMODT | 810 Main Wardner<br>Kellogg, Idaho 83837 |

VII.

DIRECTORS

The corporation shall have three (3) directors who shall, at all times, be citizens of the United States of America; except that in the cases where all of the shares of the Corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3), but not less than the number of stockholders. The names and residences of said Directors who shall manage the Corporation until the first stockholders meeting are:

| <u>NAME</u>      | <u>ADDRESS</u>                           |
|------------------|--|
| WESLEY H. AAMODT | 810 Main Wardner<br>Kellogg, Idaho 83837 |

VIII.

PROVISIONS FOR BY-LAWS

The corporation shall be governed by a duly adopted code of by-laws, which by-laws shall not be inconsistent with these Articles of Incorporation nor inconsistent with the laws of the State of Idaho. A meeting of the corporation shall be held and the by-laws shall be adopted in accordance with the provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the certificate of the corporation.

IX.

AMENDMENT TO ARTICLES OF INCORPORATION

These articles of incorporation may be amended by a majority vote of the stock issued at any regular meeting or at a special meeting called for that purpose by a majority of the Board of Directors after thirty (30) days notice to all holders of stock, which notice shall be in conformity with the statutes of the State of Idaho made and provided therefore.

IN WITNESS, We, the undersigned, being all of the incorporators hereinabove mentioned hereunto, set our hands and seals as of the 14th day of January, 1985.

Wesley H. Aamodt  
WESLEY H. AAMODT

ARTICLES OF INCORPORATION

OF

SHADY LADY SALOON, INC.

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