

FILED

OCT 26 11 01 AM '99

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

JESSICA'S MEXICAN FOOD, INC.

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

FIRST: The name of the corporation is JESSICA'S MEXICAN FOOD, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or 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 the authority to issue is 100,000 at a par value of \$1.00.

FIFTH: Provisions denying preemptive rights are none.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are as follows: The personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director is hereby eliminated; PROVIDED, HOWEVER, that such limitation shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its stockholders; (b) for acts or omissions not in good faith or which involved intentional misconduct or a knowing violation of law; (c) for liabilities listed under Idaho Code § 30-1-48; or (d) for any transaction from which the director derived an improper personal benefit.

SEVENTH: The address of the initial registered office of the corporation is 305 E. Park Street, PMB 413, McCall, Idaho 83638 and the name of its initial registered agent at such address is ANTHONY J. ARRUBARRENA.

IDAHO SECRETARY OF STATE

10/26/1999 09:00
CK: 5288 CT: 13631 BH: 261006

ARTICLES OF INCORPORATION - 1

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EIGHTH: The number of directors constituting the initial board of directors of the corporation is three 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:

NAME & ADDRESS

ANTHONY J. ARRUBARRENA
305 E. Park St, PMB 413
McCall, Idaho 83638

BRENDA PASTEN
618 Peach Tree Lane
Kingston, TN 37763

JESSICA E. DAVIDSON
305 E. Park St, PMB 413
McCall, Idaho 83638

NINTH: The name and address of each incorporator is:

NAME & ADDRESS


ANTHONY J. ARRUBARRENA
305 E. Park St, PMB 413
McCall, Idaho 83638

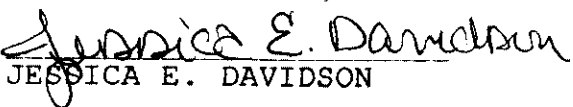
BRENDA PASTEN
618 Peach Tree Lane
Kingston, TN 37763

JESSICA E. DAVIDSON
305 E. Park St, PMB 413
McCall, Idaho 83638

DATED: October 25, 1999.


ANTHONY J. ARRUBARRENA


BRENDA PASTEN


JESSICA E. DAVIDSON