

**FILED EFFECTIVE**

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SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**

**OF**

**WAGNER'S HOFBRAU, INC.**

The undersigned, acting as incorporator 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: **WAGNER'S HOFBRAU, INC.**

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purpose or purposes for which the corporation is organized are for the transaction of a business and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**FOURTH:** The aggregate number of common shares, which the corporation shall have authority to issue, is 100,000; all of which shall have voting rights. The shares shall have no par value.

**FIFTH:** The address of the initial registered office of the corporation is 12585 N. Shamrock Street, Hayden, Idaho 83835, and the name of its initial registered agent is William M. Wagner III. The mailing address of the corporation shall be: 12585 N. Shamrock Street, Hayden, Idaho 83835.

**SIXTH:** The number of Directors shall be set by the Bylaws but the initial Board of Directors of the corporation shall be two (2), and the names and addresses of the

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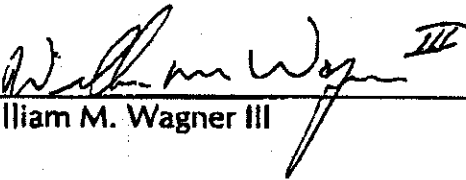
persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
William M. Wagner III	12585 N. Shamrock Street Hayden, Idaho 83835
Roxanne K. Wagner	12585 N. Shamrock Street Hayden, Idaho 83835

SEVENTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
William M. Wagner III	12585 N. Shamrock Street Hayden, Idaho 83835

DATED this 19 day of July, 2007.

  
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William M. Wagner III