

ARTICLES OF INCORPORATION

OF

KETTLE WORKS, INC.

FILED

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STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Corporation Act, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is KETTLE WORKS, INC.

SECOND: The period of this corporation's duration is perpetual.

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

FOURTH: Provisions denying preemptive rights are: Pursuant to the By-Laws.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares of par value of \$1.00.

SIXTH: Provisions for the regulation of the internal affairs of the corporation: Pursuant to the By-Laws.

SEVENTH: The address of the initial registered office of the corporation is 2823 Thomas Lane, Coeur d'Alene, Idaho 83814 and the name of the registered agent at such address is BRUCE D. MILLER.

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IDAHO SECRETARY OF STATE

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EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), 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:

<u>NAME</u>	<u>ADDRESS</u>
Bruce D. Miller	2823 Thomas Lane, Coeur d'Alene, Idaho 83814
Janice K. Miller	2823 Thomas Lane, Coeur d'Alene, Idaho 83814

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Bruce D. Miller	2823 Thomas Lane, Coeur d'Alene, Idaho 83814

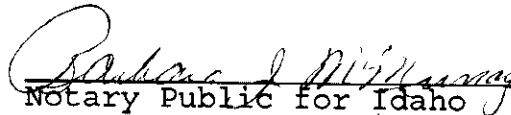
DATED this 30th day of June, 1999.


Bruce D. Miller

STATE OF IDAHO)
 ss.
County of Kootenai)

On this 30th day of June, 1999, before me, the undersigned Notary Public, personally appeared BRUCE D. MILLER, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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



Notary Public for Idaho
Residing at Bozeman
My Commission expires: 8-27-2004