



CERTIFICATE OF INCORPORATION
OF

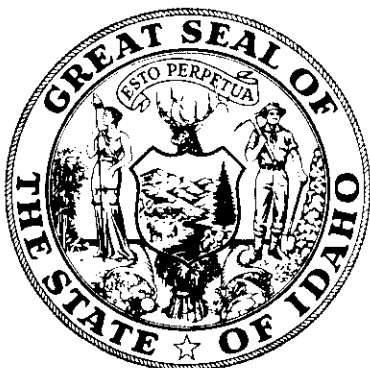
Googins Family Foods, Inc.

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 _____
Googins Family Foods, 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: May 17, 1982.



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

GOOGINS FAMILY FOODS, INC.

WE, THE UNDERSIGNED natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this corporation is; Googins Family Foods, Inc.

ARTICLE II: DURATION

The period of duration of this corporation is perpetual.

ARTICLE III: PURPOSES

The purposes for which this corporation is organized are to engage in the dispensing of beverages and food, operating as a restaurant, and generally to purchase or otherwise acquire restaurants, and to own, hold, lease, rent, or sell such business or businesses; and to engage in any or all lawful business for which corporation may be organized under the Idaho Business Corporation Act.

ARTICLE IV: SHARES OF STOCK

The aggregate number of shares which this corporation shall have authority to issue is 100,000 shares of no par value stock. There shall be one class of common stock which shall have the same rights and preferences. Fully-paid shares of this corporation shall not be liable to any further call or assessment.

ARTICLE V: AMENDMENT

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each amendment.

ARTICLE VI: SHAREHOLDER RIGHTS

The authorized and treasury shares of this corporation may be issued at such time, upon such terms and conditions and for such consideration as the Board of Directors shall determine.

ARTICLE VII: CAPITALIZATION

The corporation will not commence business until consideration of a value of at least \$1,000 has been received for the issuance of shares.

ARTICLE VIII: INITIAL OFFICE AND AGENT

The address of this corporation's initial registered office and the name of its initial registered agent at such address is:

Jay R. McKenzie
Attorney at Law
5 East Oneida
Preston, Idaho 83263

ARTICLE IX: DIRECTORS

The number of Directors constituting the initial Board of Directors of this corporation is two. The names and addresses of persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and qualify, are:

<u>NAME</u>	<u>ADDRESSES</u>
Steven C. Beckstead	259 East 200 North, Preston, ID 83263
Kathleen Beckstead	259 East 200 North, Preston, ID 83263

ARTICLE X: INCORPORATORS

The number of Incorporators is two and the names and addresses of the Incorporators are:

<u>NAME</u>	<u>ADDRESSES</u>
Steven C. Beckstead	259 East 200 North, Preston, ID 83263
Kathleen Beckstead	259 East 200 North, Preston, ID 83263

DATED this 13th day of May, 1982.

INCORPORATORS:

Steven C Beckstead
Steven C. Beckstead

Kathleen A Beckstead
Kathleen Beckstead

STATE OF IDAHO)
) ss.
COUNTY OF FRANKLIN)

I, JAY R. MCKENZIE, a Notary Public, certify that
on the 13th day of May, 1982, STEVEN C. BECKSTEAD and KATHLEEN
BECKSTEAD personally appeared before me, who, being by me first
duly sworn, severally declared that they are the persons who
signed the foregoing document as incorporators and that the
statements therein contained are true.

Jay R McKenzie
NOTARY PUBLIC
Residing at: Preston, Idaho

My Commission Expires:

Lifetime