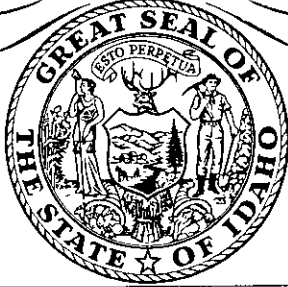


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

F. & S. FOOD CONCESSIONS, INC.

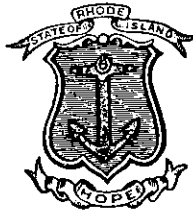
a corporation duly organized and existing under the laws of **Rhode Island** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **10th** day of **December** 19 **62**, a properly authenticated copy of its articles of incorporation, and on the **10th** day of **December** 19 **62**, a designation of **J.L.Eberle or T.H.Eberle or W.D.Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **10th** day of **December**, A.D. 19 **62**.

Secretary of State.

State of Rhode Island and Providence Plantations



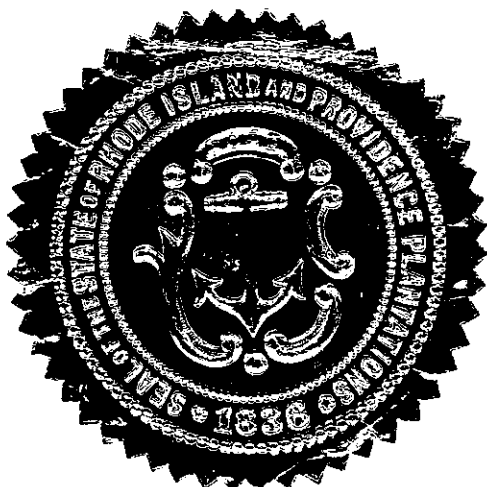
Department of State

Office of the Secretary of State

I, JAMES C. CARR, First Deputy Secretary of State
of the State of Rhode Island and Providence Plantations,
hereby Certify that the foregoing is a true photostatic
copy of the original Articles of Association of F. & S. FOOD CON-
CESSIONS, INC.; the same being

taken from the records in this office and compared with the
original Articles of Association filed in this office on the
twenty-third day of July, A. D. 1959,

and now remaining on file and of record in this office.



In Testimony Whereof, I have hereunto
set my hand and affixed the seal
of the State of Rhode Island, this
third _____ day of
December _____, A. D. 19 62

James C. Carr
First Deputy Secretary of State.

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we, SAUL HODOSH, and NORMA D. MORGERA, both of the City of Providence, and FRANK W. SLEPKOW of the City of East Providence, all of the County of Providence and State of Rhode Island, all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapters 7-1 to 7-5 (inclusive), 7-9 and 7-10 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of

F. & S. FOOD CONCESSIONS, INC.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of selling, at both retail and wholesale, all types of raw, cooked, frozen, or processed foods, and for the purpose of operating vending machines distributing any and all types of food products, together with any and all other similar and allied lines; and to generally carry on such mercantile business or businesses as may be convenient or necessary incidental to the foregoing; together with the right to engage in the buying, selling and holding of real estate for the general purposes of the corporation.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation shall have power:

(a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal, and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter, or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and the method of making demand for payment of subscriptions to its capital stock, and providing for an executive committee to be elected from and by the board of directors and defining its powers and duties, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money;

(g) to acquire, hold, sell and transfer shares of its own capital stock; provided, that no corporation shall use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation;

(h) to acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds, securities or evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;

(i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evidences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of any other corporation or corporations created by this state or by any other state, country, nation or government;

(j) to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without this state any other property, real or personal, which its purposes shall require;

(k) to conduct business and have offices in this state and elsewhere; provided, however, that nothing in this section contained shall authorize any corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

FOURTH. Said corporation shall be located in Providence, , Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be (\$.....) dollars as follows, viz:
Common stock in the amount of (\$.....)
dollars to be divided into (.....) shares of
the par value of (\$.....) dollars each; and
Preferred stock in the amount of (\$.....)
dollars, to be divided into (.....) shares, of
the par value of (\$.....) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be Five Hundred (500) shares as follows, viz:— Five Hundred (500) shares of Common stock, without par value; and _____ (_____) shares of Preferred stock, without par value.

(If capital stock is divided into two or more classes) Description of several classes of stock, including terms on which they are created, and voting rights of each, viz:—

Any stockholder, including the heirs, assigns, executors or administrators of a deceased stockholder, desiring to sell or transfer any stock of this corporation shall first offer such stock to the corporation through its Board of Directors at not more than the book value of such stock as shown upon a financial statement of the corporation to be drawn as of the first of the month preceding the offer; provided, however, that the corporation shall exercise its right to purchase within thirty days after the stockholder shall have notified it in writing of his desire to sell said shares, and if the corporation shall decide to purchase said shares, such stockholder shall, upon the proper tender of the price thereof, transfer to the corporation his shares so sold, and, if the corporation shall elect not to purchase said shares within thirty days, then such stockholder may at any time after the expiration of said thirty days, sell said shares to any other party, but not at less than the price at which the same was offered to the corporation.

No shares of stock shall be assigned or transferred upon the books of the corporation until these provisions shall have been complied with, but the Board of Directors may in any particular instance, waive these requirements.

SIXTH. (If not perpetual) The period of duration of said corporation shall terminate

(Further provisions not inconsistent with law)

SEVENTH

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences
this 21st day of July, A. D. 19 59

NAME	RESIDENCE (No. Street, City or Town)
<i>Saul Hodosh</i>	180 Slater Avenue, Providence
<i>Norma D. Morgera</i>	87 Vernon Street, Providence
<i>Frank W. Slepchow</i>	28 Florence Street, Riverside

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE } In the City of Providence
in said county this 21st day of July, A. D. 19 59
then personally appeared before me SAUL HODOSH, NORMA D. MORGERA and

FRANK W. SLEPKOW

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Peter J. Slepchow

Notary Public.