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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PAGANI'S, 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 the above named corporation, 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: December 16, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson
Corporation Clerk

ARTICLES OF INCORPORATION

The undersigned, acting to incorporate a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is Pagani's, Inc..
2. DURATION: The period of its duration is perpetual.
3. PURPOSES: This corporation may transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares at \$1.00 par value common stock.
5. NO PREEMPTIVE RIGHTS: Shareholders shall have no preemptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
6. BUSINESS AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided in detail by the corporation's By-Laws, including restrictions on transfer of shares.
7. REGISTERED AGENT AND OFFICE: The initial registered agent is:

David Sandquist

and the initial registered office is:

5427 Shoshoni Trail, Pocatello, ID 83204

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8. BOARD OF DIRECTORS: The initial Board of Directors shall consist of three individuals who will serve until the first annual shareholder meeting or until their successors are elected and qualified. The directors' names and addresses are:

<u>NAME</u>	<u>ADDRESS</u>
David Sandquist	5427 Shoshoni Trail Pocatello, ID 83204
Stella Sandquist	5427 Shoshoni Trail Pocatello, ID 83204
Robert Thronson	6727 Running Iron Lane Pocatello, ID 83204

9. INCORPORATOR: The name and address of the incorporator is:

David Sandquist
5427 Shoshoni Trail
Pocatello, ID 83204

10. STOCK TRANSFER RESTRICTIONS: Transfer of this corporation's stock shall be restricted; those restrictions are set forth in detail in this Corporation's By-Laws.

DATED: 12-12-91.

David G. Sandquist
David Sandquist, INCORPORATOR

STATE OF IDAHO)

SS

County of Bannock)

On this 12 day of December, 1991, before me, the undersigned Notary Public, in and for said State, personally appeared David Sandquist, known to me to be the person whose name is subscribed to the within 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 written above.



NOTARY PUBLIC - STATE OF IDAHO
My Commission Expires: _____

