

**AMENDED ARTICLES
OF INCORPORATION OF
CERVECERIA, INC.**

98 MAR 23 AM 10:31
SECRETARY OF STATE
STATE OF IDAHO

FILED

The undersigned, acting as the President of CERVECERIA, Inc., a corporation organized under and pursuant to the Idaho Business Corporation Act, Chapter 1, Title 30, Idaho Code, on behalf of the shareholders adopts the following amendments to the Articles of Incorporation filed June 18, 1993.

ARTICLE I

The name of this corporation shall hereafter be "The Brewery, Inc.."

ARTICLE V.

The address of the registered office of the corporation is 110 Elo Road, McCall, Idaho 83638, and the name of its registered agent at such address is John S. Borkoski.

ARTICLE VI

The number of directors constituting the Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as Director until the next meeting of the shareholders, or until a successor is elected and shall qualify, is:

Name

Address

John S. Borkoski

110 Elo Road
McCall, Idaho 83638

These amendments were unanimously adopted by written consent of all of the shareholders pursuant to Idaho Code Section 30-1-145, to be effective as of January 1, 1998. On that date the corporation had 100 shares outstanding and entitled to vote. The consent and vote of the shareholders was unanimously in favor of these amendments. This corporation has only one class and designation of stock.

In all other respects, the original Articles of Incorporation, filed June 18, 1993, shall remain in full force and effect.

IDAHO SECRETARY OF STATE

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IN WITNESS WHEREOF, I, the President of said corporation, have hereunto set my hand effective the _____ day of March, 1998.

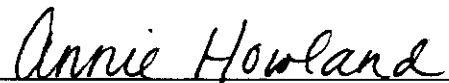

JOHN S. BORKOSKI, President

STATE OF IDAHO,)
 (ss.
County of Valley.)

On this _____ day of March, 1998, before me, the undersigned, a Notary Public in and for said State, personally appeared JOHN S. BORKOSKI, known or identified to me to be the President of the Corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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




Notary Public for Idaho
Residing at McCall, Idaho
My Commission Expires: 11-06-2001