

CERTIFICATE OF INCORPORATION
OF

SUPER SPUDS, INC.

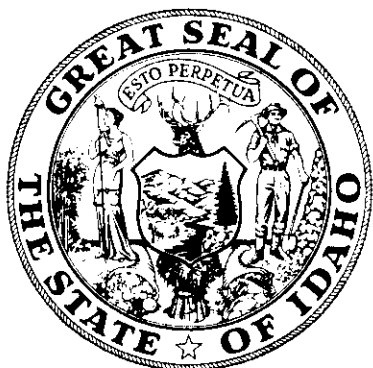
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

SUPER SPUDS, 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: **August 22, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
SUPER SPUDS, INC.

AUG 22 9 18 AM '83
SECRETARY OF STATE

The undersigned natural person being of legal age, acting as incorporator under the provisions of the Idaho Business Corporations Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Super Spuds, Inc.

ARTICLE II

PERIOD OF DURATION

The duration of this corporation is to be perpetual.

ARTICLE III

PURPOSES AND POWERS

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

ARTICLE IV

CAPITAL STOCK

The total authorized capital stock of the corporation shall be \$200,000.00 divided into 200,000 shares of a par value of \$1.00 per share and all of such capital stock shall be common stock. Each share shall have equal voting power with each share entitling the holder to one vote.

ARTICLE V

PREEMPTIVE RIGHTS

After the first six shares of this corporation's autho-

rized capital stock have once been issued, each holder of shares in this corporation shall have the first right to purchase shares (or securities convertible to shares) of this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of the treasury stock. This preemptive right shall apply to shares to be issued for consideration other than cash and shall apply to shares issued to directors, officers or employees pursuant to an employment plan approved by the affirmative vote of the holders of 66 2/3% of the shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receiving the corporation's written notice stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

ARTICLE VI

SPECIAL PROVISIONS FOR REGULATION OF CORPORATE AFFAIRS

6.1. Code of By-Laws The initial code of by-laws of this corporation shall be adopted by the directors. The power to amend or repeal the by-laws or to adopt a new code of by-laws shall be in the shareholders, but the affirmative vote of the holders of 66 2/3% of the shares outstanding shall be necessary to exercise the power. The by-laws may contain any provisions for the regulation of the management of the corporation which are

consistent with the Idaho Business Corporations Act and these Articles of Incorporation.

6.2. Amendment of Articles The Articles of Incorporation can be amended only upon the affirmative vote of the holders of 66 2/3% of the total shares of the corporation.

6.3. Quorum In all cases where a quorum of shareholders is required by statute or by-law, the holders of 50% of the total shares of the corporation entitled to vote must be present to constitute a quorum.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 100 South Utah, Idaho Falls, Idaho. The name of the initial registered agent at that office is Douglas G. Munns.

ARTICLE VIII

BOARD OF DIRECTORS

The initial board of directors shall consist of the following: two directors who shall serve as the directors of the corporation until the first annual meeting of the shareholders or until the successors are elected and shall qualify:

Douglas G. Munns	Rt. 3, Box 356 Rexburg, Idaho 83440
Debra L. Munns	Rt. 3, Box 356 Rexburg, Idaho 83440
Glen W. Munns	Rt. 3, Box 356 Rexburg, Idaho 83440

INCORPORATORS

Douglas G. Munns Rt. 3, Box 356
Rexburg, Idaho 83440


Douglas G. Munns

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

Gregory P. Meacham
Notary Public for State of Idaho
Residing at Idaho Falls, Idaho
My Commission is permanent