

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

J.J.'S APPLETREE CAFE, 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: June 1, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Jamie Chadwick*

ARTICLES OF INCORPORATION

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SEC. OF STATE

OF

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J.J.'s APPLETREE CAFE, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

Name. The name of the corporation is J.J.'s APPLETREE CAFE, INC.

ARTICLE TWO

Purposes. The purpose of the corporation is to purchase, operate, conduct, manage, maintain and carry on a restaurant and cafe business and to generally do and perform everything necessary for carrying out the aforesaid purposes. The corporation may further engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of

Idaho is 141 N. Eight Street, City of St. Maries, County of Benewah, State of Idaho 83861. The name of the corporation's initial registered agent at such address is Patrick R. McFadden.

ARTICLE FIVE

Stock. The total authorized number of shares of stock is Thirty Thousand (30,000). The stock shall not have par value.

ARTICLE SIX

Transfer of Stock. In case a stockholder desires to sell his or her shares of stock, the shareholder must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in this purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his or her stock shall file notice in writing of the stockholder's intention with the secretary of the corporation, stating the terms of sale, and unless the terms are accepted by any or all other stockholders within thirty (30) days thereafter, they shall be deemed to have waived their privilege of purchasing and the stockholder will be at liberty to sell to anyone else.

ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is two (2), and the names and

addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME	ADDRESS
1. Jeannette Hartley	917 Main Avenue St. Maries, Idaho 83861
2. Joyce Hartley	16037 S.E. 116th Street Renton, Washington 98059

ARTICLE EIGHT

Incorporator. The name and address of the incorporator for this corporation is:

NAME	ADDRESS
1. Jeannette Hartley	917 Main Avenue St. Maries, Idaho 83861

EXECUTED in duplicate this 29th day of May, 1992.


JEANNETTE HARTLEY