

**CERTIFICATE OF INCORPORATION
OF**

YERBY'S OF IDAHO, 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: May 04, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

YERBY'S OF IDAHO, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is YERBY'S OF IDAHO, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100,000; which shares shall have a par value of \$1.00.

ARTICLE V

Provisions for the regulation of the internal affairs of the corporation are as shall be set forth in the bylaws of the corporation as from time to time adopted or amended.

ARTICLE VI

The address of the initial registered office of the corporation

is 815 West Bannock Street, Boise, Idaho 83702, and the name of its initial registered agent at such address is Phil Yerby.

ARTICLE VII

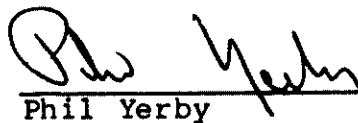
The number of directors constituting the board of directors of the corporation is three, and the names and addresses of the persons who shall serve as the initial board of directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Phil Yerby, 2503 El Dorado, Boise, Idaho 83704;
Rene Yerby, 1620 2-1/2 St., Meridian, Idaho 83642;
Vonda Yerby, 1620 2-1/2 St., Meridian, Idaho 83642
Phil Yerby, 2503 El Dorado, Boise, Idaho 83704

ARTICLE VIII

The name and address of each incorporator is:

DATED this 4th day of May, 1990.



Phil Yerby