

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

CHINATOWN CAFE, a Corporation

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **April** A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ ^{will be} ~~duly recorded on Film No.~~ ^{duly recorded on} ~~microfilm~~ of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual existence from the date hereof, with its registered office in this State located at

Boise,

in the County of

Ada.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **29th** day of **April**, A.D., 19**65**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENT: That we, the undersigned, have this day associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE 1. The name of the proposed corporation is
CHINATOWN CAFE, a Corporation.

ARTICLE 11. The purposes of the corporation are as follows:

- (1) To carry on the business of a "Cafe" including the purchasing, preparation and serving of food and the conduct of all factors of business essential thereto.
- (2) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same or any part thereof or interest therein.
- (3) To purchase or in any other manner acquire for investment or for sale or otherwise lands, contracts for the purchase or sale of lands, buildings and improvements and any other real property of any kind or nature or interests in real property and as consideration for the same to pay cash or to issue the capital stock, debentures, bonds, mortgages or other obligations of the corporation and to sell, convey, lease, mortgage or otherwise deal with all or any part of the property of the corporation. And to manage, improve, develop and deal in lands and interests in land and to lay out and construct subdivisions, including all types of utilities necessary thereto and to enter into and make contracts and arrangements of all kinds for the construction, management, sale and disposal of said lands, subdivisions and other properties.
- (4) To build, erect, construct, lease or otherwise acquire, manage, occupy, maintain and operate buildings for commercial purposes and for dwelling houses, apartment houses and office buildings and to purchase, acquire, through issuance of its capital stock or otherwise, and to own, hold, lease, either as lessor or lessee, and to sell, exchange, subdivide, mortgage, hypothecate and to operate and generally deal in any and all kinds of lands, improved and unimproved, dwelling houses, apartments, hotels, boarding houses, business buildings, manufacturing works and plants and other buildings and structures of any kind.
- (5) To engage in any commercial, industrial or agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho;

To engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform;

To engage in the manufacture, sale, importing and exporting of merchandise and personal property of all manner and description and to act as agents for the purchase, sale and handling of goods, wares and merchandise of any kind and of all types and descriptions for the account of the corporation or as factor or agent or otherwise for and on behalf of another.

ARTICLE III The duration of the corporation is perpetual.

ARTICLE IV The location and post office address of the corporation shall be 4043 State Street, Boise, Idaho. The address of the corporation shall be subject to change by resolution of the Board of Directors at any time.

ARTICLE V The authorized capital stock of the corporation is the sum of \$25,000.00, represented by 25,000 shares of common, non-assessable stock of a par value of \$1.00 per share.

ARTICLE VI The name and post office address of each of the incorporators and the number of share for which each has subscribed are as follows:

Way Ming Wong, 4043 State Street, Boise, Idaho, 1 share
Philip James Wong, 4043 State St, Boise, Idaho, 1 share
Willis H. Coffin, 1308 Franklin St. Boise, Idaho, 1 share

ARTICLE VII The capital stock of the corporation shall be non-assessable. The corporation shall have the power to purchase its own stock in accordance with the laws of the State of Idaho, as are now in effect or as may hereinafter be enacted.

ARTICLE VIII The method and manner of holding Directors' meetings and Stockholders' meetings, the authority and duties of each of the officers of the corporation, and all other matters concerning management and control of the corporation shall be determined by the By-Laws of the corporation and by the laws of the State of Idaho.

ARTICLE IX These articles may be amended in any respect conformable to the laws of the State of Idaho by a vote of the

required percentage of stockholders as set forth by the statutes called for that purpose, all as prescribed by law.

IN WITNESS WHEREOF, we have hereunto set our hands this
29th day of April, 1965.

Way Ming Wong

Philip James Wong

Willis H. Coffin

STATE OF IDAHO)
) ss.
County of Ada)

On this 29th day of April, 1965, before me, the undersigned Notary Public in and for said State, personally appeared Way MING WONG, PHILIP JAMES WONG, and WILLIS H. COFFIN, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me, each individually, that he or she executed the same, and that Philip James Wong and Willis H. Coffin *are of legal age and* are citizens of the United States and of the State of Idaho.

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

George E. Casey
Notary Public for Idaho
Residing at Boise, Idaho