

# State of Idaho

## Department of State

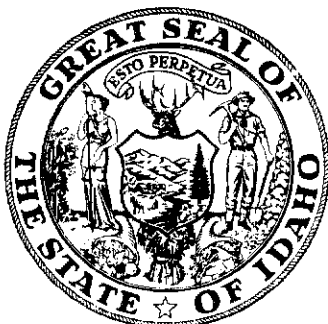
### CERTIFICATE OF INCORPORATION OF

COOKER ENTERPRISES, INC.  
File number C 119997

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 27, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Natalie Lamb*

97 JUN 27 AM 8:41  
SECRETARY OF STATE  
STATE OF IDAHO

## ARTICLES OF INCORPORATION

OF

### COOKER ENTERPRISES, INC.

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

FIRST: The name of the corporation is Cooker Enterprises, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to provide for any lawful purpose.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares, with a par value of \$1.00 per share.

FIFTH: There shall be no provisions denying preemptive rights in these Articles of Incorporation.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws and are specifically excluded from these Articles of Incorporation.

SEVENTH: The address of the initial registered office of the corporation is 349 Harrison, Twin Falls, Idaho, 83301; telephone number: (208) 734-1674, and the name of its initial registered agent at such address is David Virgil Cook.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

David Virgil Cook

349 Harrison  
Twin Falls, ID 83301

Monica Dilworth Cook

349 Harrison  
Twin Falls, ID 83301

IDAHO SECRETARY OF STATE

DATE 06/27/1997

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CK #: 17471 CUST# 65177

CORP 1@ 100.00= 100.00

NINTH: The name and address of each incorporator is:

NAME

ADDRESS

David Virgil Cook

349 Harrison  
Twin Falls, ID 83301

Monica Dilworth Cook

349 Harrison  
Twin Falls, ID 83301

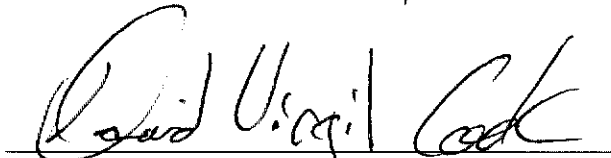
Virgil Franklin Cook

3084 Dickson Avenue  
Twin Falls, ID 83301

Florence Ilene Richards Cook

3084 Dickson Avenue  
Twin Falls, ID 83301

DATED This 21<sup>st</sup> day of June, 1997.

  
DAVID VIRGIL COOK

  
MONICA DIL WORTH COOK

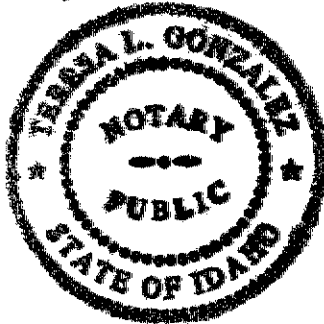
  
VIRGIL FRANKLIN COOK


  
FLORENCE ILENE RICHARDS COOK

STATE OF IDAHO           )  
                                  )ss.  
County of Twin Falls    )

On this 21<sup>st</sup> day of June, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared DAVID VIRGIL COOK, known or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that he executed the same, and that he was a person over the age of eighteen years, and a citizen of the United States of America.

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

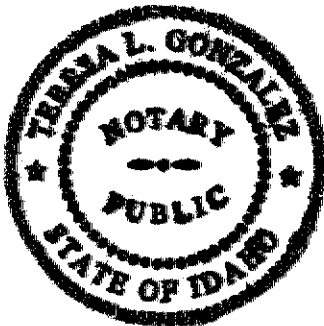



  
NOTARY PUBLIC FOR IDAHO  
Residing At: Twin Falls  
Commission Expires: 12/01/2000

STATE OF IDAHO                     )  
  )ss.  
County of Twin Falls             )

On this 26th day of June, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared MONICA DILWORTH COOK, know or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that she executed the same, and that she was a person over the age of eighteen years, and a citizen of the United States of America.

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

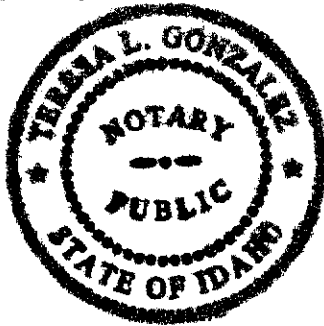



  
NOTARY PUBLIC FOR IDAHO  
Residing At: Twin Falls  
Commission Expires: 12/01/2000

STATE OF IDAHO                     )  
  )ss.  
County of Twin Falls             )

On this 26th day of June, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared VIRGIL FRANKLIN COOK, known or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that he executed the same, and that he was a person over the age of eighteen years, and a citizen of the United States of America.

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

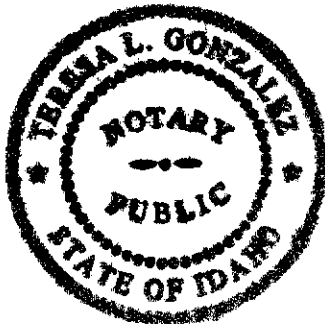


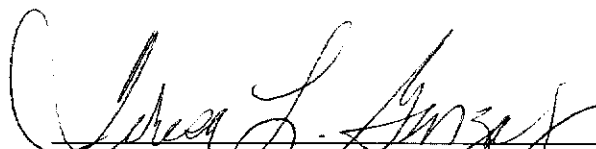
  
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NOTARY PUBLIC FOR IDAHO  
Residing At: TWIN FALLS  
Commission Expires: 12/01/2000

STATE OF IDAHO                    )  
  )ss.  
County of Twin Falls            )

On this 21<sup>st</sup> day of June, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared FLORENCE ILENE RICHARDS COOK, know or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that she executed the same, and that she was a person over the age of eighteen years, and a citizen of the United States of America.

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: TWIN FALLS  
Commission Expires: 12/01/2000