

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

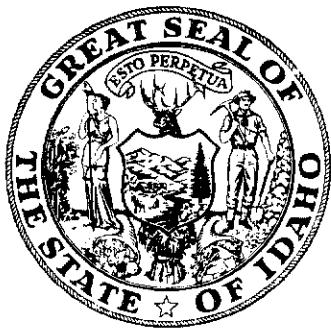
COOKER ENTERPRISES, INC.

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

IDAHO SECRETARY OF STATE

Twin Falls, ID 83301

DATE 06/27/1997

9900 106120 2

CK #: 17471 CUST# 65177

CORP 10 100.00= 100.00

Monica Dilworth Cook

349 Harrison

Twin Falls, ID 83301

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
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 21st day of June, 1997.

David Virgil Cook
DAVID VIRGIL COOK

Monica Dilworth Cook
MONICA DIL WORTH COOK

Virgil Franklin Cook
VIRGIL FRANKLIN COOK

FLORENCE ILENE RICHARDS COOK

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

On this 11 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.

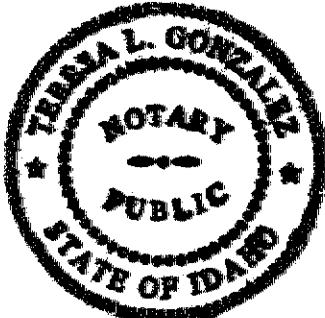


Teresa L. Gonzalez
NOTARY PUBLIC FOR IDAHO
Residing At: Twin Falls
Commission Expires: 12/01/2000

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

On this 21st day of June, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared MONICA DILWORTH 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 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.

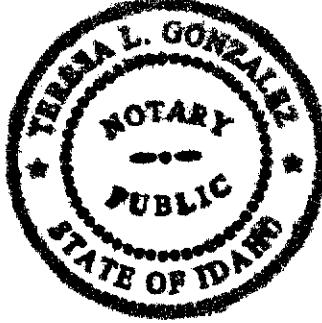


Teresa L. Gonzalez
NOTARY PUBLIC FOR IDAHO
Residing At: Twin Falls
Commission Expires: 12/01/2000

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

On this 21st 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.

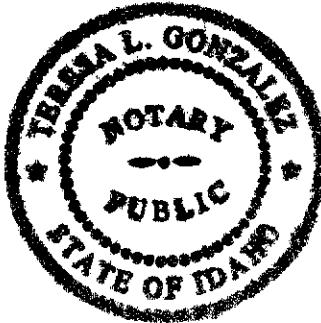


Veréal L. González
NOTARY PUBLIC FOR IDAHO
Residing At: *Twin Falls*
Commission Expires: *12/01/2000*

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

On this 11th 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.



Veréal L. González
NOTARY PUBLIC FOR IDAHO
Residing At: *Twin Falls*
Commission Expires: *12/01/2000*