



CERTIFICATE OF INCORPORATION
OF

SPUDS AND SUDS, INC.

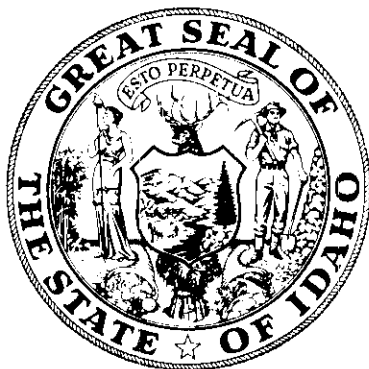
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

SPUDS AND SUDS, INC.

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: *September 22, 1982*



SECRETARY OF STATE

by: _____

SEP 22 3 17 PM '87
NOTARIAL PUBLIC

ARTICLES OF INCORPORATION
OF
SPUDS AND SUDS, 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:

SPUDS AND SUDS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares of common stock, all of one class, of the par value of \$1.00 each.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are: (a) That the qualifications, term of office, manner of election, time and place of meeting and the powers and duties of the Directors of this corporation shall be prescribed by the By-Laws; (b) That the Directors of the corporation shall have the power and authority to alter, repeal and amend the By-Laws and adopt new By-Laws of the

corporation, in the manner fixed by the By-Laws of the corporation.

SIXTH: That the address of the initial registered office of the corporation is Route #1, Box 290, Blackfoot, Idaho 83221, and the name of its initial registered agent at such address is Rodney A. Griffin.

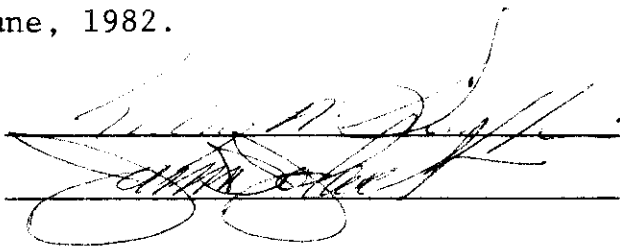
SEVENTH: The number of Directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successor is elected and qualified, are:

<u>Name</u>	<u>Address</u>
Rodney A. Griffin	Route #1, Box 290 Blackfoot, Idaho 83221
James D. Johnston	P.O. Box 574 Blackfoot, Idaho 83221

EIGHTH: The names and addresses of the incorporators hereof are:

<u>Name</u>	<u>Address</u>
Rodney A. Griffin	Route #1, Box 290 Blackfoot, Idaho 83221
James D. Johnston	P.O. Box 574 Blackfoot, Idaho 83221

Dated this 30th day of June, 1982.



STATE OF IDAHO)
) ss.
County of Bingham)

ON THIS 12 day of September, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared RODNEY A. GRIFFIN and JAMES D. JOHNSTON, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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

William E. Baker
Notary Public for Idaho
Residing at *Bozeman*
My Commission Expires: *Life*