

ARTICLES OF INCORPORATION 87 JUN 18 AM 9:26 AM 10:34

OF SECRETARY OF STATE
STATE OF IDAHO STATE OF IDAHO

SNAKE RIVER PIZZA & PASTA, INC.

The undersigned, acting as incorporator under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

1. NAME. The name of the corporation is: SNAKE RIVER PIZZA & PASTA, INC.

2. DURATION. The period of its duration is perpetual.

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

4. STOCK. The corporation shall have the authority to issue 100,000 shares of capital stock, all of one (1) class, One Dollar (\$1.00) par value.

5. ADDRESS. The address of the initial registered office of the corporation is: 426 W. 1st N., St. Anthony, ID 83345. The name of the initial registered agent of the corporation at the above address is: Loriann Jaurez

6. INITIAL DIRECTORS. The number of directors constituting the initial Board of Directors is two, whose names and addresses are: Gerald B. Todd, P. O. Box 3134, Hailey, ID 83333, Loriann Jaurez, 426 W. 1st N., St. Anthony, ID 83345.

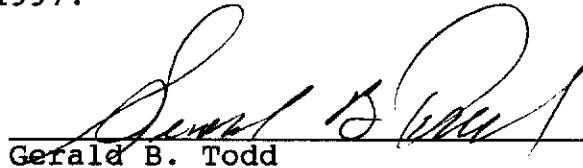
ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
DATE 06/18/1997
0900 103283 2
CK #: 1040 CUST# 2204
CORP 10 100.00= 100.00

#: C /20091

7. INCORPORATOR. The name and address of the incorporator is: Gerald B. Todd, P.O. Box 3134, Hailey, ID 83333.

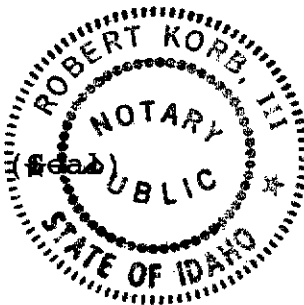
IN WITNESS WHEREOF, I have hereunto set my hand this 17 day of June, 1997.



Gerald B. Todd

STATE OF IDAHO)
) ss.
County of Blaine)

On this 17 day of June, 1997, before me, a Notary Public in and for said State, personally appeared Gerald B. Todd known to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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




NOTARY PUBLIC FOR IDAHO
Residence: Ketchum ID
Commission expires: 4-16-2003

corpwk\todd.j16

ELLSWORTH, MAY, SUDWEEKS, STUBBS,
IPSEN & PERRY
ATTORNEYS AT LAW

BART D. BROWNING
MAURICE O. ELLSWORTH
TIMOTHY F. FEARNside
LOREN C. IPSSEN
THOMAS D. KERSHAW, JR.
J. MICHAEL KULCHAK
J. DEE MAY
THOMAS V. MUNSON
MARK B. PERRY
MARK D. STUBBS
JAY D. SUDWEEKS

With Attorneys Licensed to Practice
in Idaho, Arizona, Nevada and Oregon

516 Second Street East
P.O. Box 1846
Twin Falls, Idaho 83303
Telephone (208) 733-7180
Facsimile (208) 733-7967

JUL 3 9 21 AM '97

SECTION 10 STATE
JULY 3, 1997

BOISE, IDAHO
Alaska Center
1020 Main Street, Suite 400
P.O. Box 637
83701
Telephone (208) 338-1001
Facsimile (208) 338-8400

HAILEY, IDAHO
219 S. Main
83333
Telephone (208) 784-0834

Secretary of State's Office
ATTN: CORPORATIONS
P.O. Box 83720
Boise, ID 83720-0080

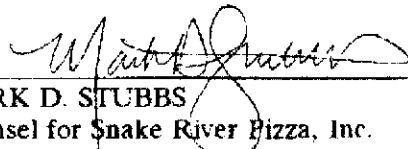
TO WHOM IT MAY CONCERN:

This will confirm that Snake River Pizza, Inc. of Twin Falls, Idaho has no objection to the use of the name Snake River Pizza & Pasta, Inc. by the company of the name Snake River Pizza & Pasta, Inc. of St. Anthony, Idaho.

This consent is filed pursuant to the request of Robert Korb, attorney for Snake River Pizza & Pasta, Inc.

SNAKE RIVER PIZZA, INC.

By


MARK D. STUBBS
Counsel for Snake River Pizza, Inc.

MDS/kb

F.02

FAX NO. 2087337967

ELLSWORTH MAY SUDWEEKS

JUL-03-97 THU 09:00