



CERTIFICATE OF INCORPORATION
OF

S. OF B. INC.

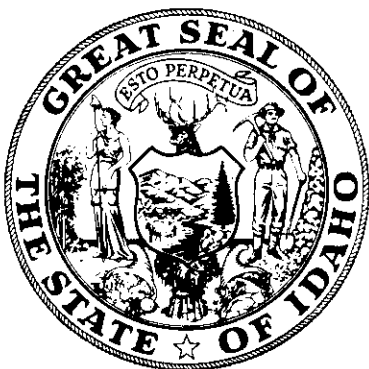
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

S. OF B. 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: **June 15, 1984**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Denise Huer*

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ARTICLES OF INCORPORATION

SECRETARY OF
STATE

of
S. of B. INC.

KNOW ALL MEN BY THESE PRESENT, That we, the undersigned, all being fullage citizens and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

ARTICLE I

NAME

The name of this corporation shall be S. of B. Inc.

ARTICLE II

PURPOSES

The purposes for which this corporation is to be formed are:

(a) To construct, own, operate, buy, sell, lease, equip and maintain restaurants, cafes and taverns and generally to deal in all kinds of food, food products and beverages and liquids of all kinds; to manufacture, purchase, sell, lease and generally deal in restaurant and tavern supplies of all kinds; to manufacture, own, operate and generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary to the conduct and operation of the foregoing.

(b) To make and perform contracts of any kind and description in carrying on its business, or for the purpose of attaining or furthering any of its objects. To borrow or raise money for any of the purposes of the corporation. To buy or sell notes, mortgages, or other evidences of debts, including notes and mortgages of this corporation. To own, buy and sell real and personal property. To mortgage, hypothecate or otherwise encumber any of said property. To endorse, guarantee and secure the payment and satisfaction of bonds, coupons, mortgages, debentures, obligations, and evidence of indebtedness, and to do any

and all other acts and things, and to exercise any all all other powers which a corporation or natural person could do and exercise, and which now or hereafter be authorized by law. To have offices, conduct its business, and promote its objects within and without the State of Idaho, without restriction as to place or amount, and this corporation shall have the power to hold meetings within or without the State of Idaho, as may be determined from time to time by its By-laws.

(c) To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho; to generally engage in, and perform, any enterprise, act, or vocation that a natural person might or could do or perform; to engage in the manufacture, sale, purchase, importing, and exporting of merchandise and personal property of all manner and description; to act as agents for the purchase, sale and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

(d) The purposes specified herein shall be construed both as purposes and powers and shall be in no way limited or restricted by reference to, or inference from the terms of any clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

ARTICLE III

DURATION

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE IV

PLACE OF BUSINESS

The location and address of the registered office of this corporation in the State of Idaho, shall be at 836 La Cassia Drive, Boise, Ada County, Idaho 83705.

ARTICLE V

STOCK

This corporation is authorized to issue one class of shares of capital stock, and said stock shall be designated as no par value common stock.

The total number of no par common stock this corporation shall be authorized to issue is Fifty (50) shares.

ARTICLE VI

INCORPORATORS

The names and addresses of each of the incorporators of this corporation, and the number of shares of common stock subscribed by each, are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>
THEODORE M. KUBENA, 4801 Malad St., Boise, Idaho 83705	1
LOIS I. KUBENA, 4801 Malad St., Boise, Idaho 83705	1
THEODORE D. KUBENA, 2101 Broadmoor, Boise, Idaho 83705	1

Each of the above named as incorporators is a natural person, over the age of 21 years, and is a citizen of the State of Idaho, and the United States of America.

ARTICLE VII

CAPITAL STOCK

The capital stock of this corporation shall be nonassessable, and the private property of the shareholders in this corporation, and shall not be liable for the debts, obligations, and liabilities of this corporation.

ARTICLE VIII

DIRECTORS

The number of directors of this corporation shall be at least three, and such additional number of directors as may be determined from time to time by the By-laws of this corporation.

The initial board of directors and their addresses are as follows:

Theodore M. Kubena, 4801 Malad Street, Boise, Idaho 83705, Lois I. Kubena, 4801 Malad Street, Boise, Idaho 83705 and Theodore D. Kubena, 2101 Broadmoor, Boise, Idaho 83705.

ARTICLE IX

REGISTERED AGENT

The initial registered agent of the corporation is Theodore M. Kubena, ~~4801 Malad Street~~, Boise, Idaho 83705.

836, 6 Cassia St.


ARTICLE X

POWERS

The board of directors of this corporation shall have the management and control, and shall have the power to repeal and amend the By-laws of this corporation and adopt new By-laws, but such power shall not extend to the making or altering any By-laws which may alter or fix the qualifications, classifications, term of office, or compensation of the Board of Directors.

IN WITNESS WHEREOF, For the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the Incorporators of this corporation, have executed these Articles of Incorporation this 14th day of June, 1984.


/s/ Theodore M. Kubena

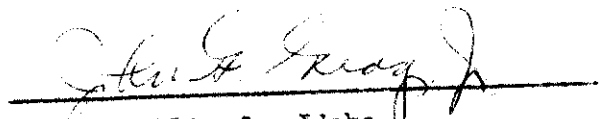

/s/ Lois I. Kubena


/s/ Theodore D. Kubena

STATE OF IDAHO)
County of Ada) ss.

On this 1st day of June, 1984, before me the undersigned, a Notary Public in and for the said State, personally appeared THEODORE M. KUBENA, LOIS I. KUBENA, and THEODORE D. KUBENA, known to me to be the persons whose names are subscribed to the within 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.



Notary Public for Idaho.
Residing at Boise, Idaho.