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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

BENNETT'S TACO BANDIDO, INC.

The undersigned, acting as incorporator, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation shall be Bennett's Taco Bandido, Inc.

ARTICLE II

The Corporation is to have perpetual existence.

ARTICLE III

The purpose for which said Corporation is formed is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The capital stock of the Corporation shall be one thousand (1,000) shares of common stock.

ARTICLE V

The Corporation shall not have preemptive rights.

ARTICLE VI

The address of the Corporation's initial registered office shall be 298 East 1st South, Rigby, ID 83442, and the name of its initial registered agent at such address is Jeffrey W. Bennett.

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is two (2) and the name and address of each person serving as a director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

IDAHO SECRETARY OF STATE
07/25/2001 05:00
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Jeffrey W. Bennett
P. O. Box 2726
Hailey, Idaho 83333

Deborah J. Bennett
P. O. Box 2726
Hailey, Idaho 83333

ARTICLE VIII

The name and address of the incorporator are:

Gary L. Meikle
330 Shoup Avenue
Idaho Falls, Idaho 83402

ARTICLE IX

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

ARTICLE X

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of financial benefit received by a director to which the director is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of § 30-833, Idaho Code; or (iv) an intentional violation of criminal law.

Dated this 23 day of July, 2001.



Gary L. Meikle, Incorporator

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