



Department of State.

CERTIFICATE OF INCORPORATION

JOHN E. GALT
SECRETARY OF STATE

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

KING'S TABLE OF POWERS, INC.

was filed in the office of the Secretary of State on the March day

1966

A.D. One Thousand Nine Hundred Sixty-six

and

duly recorded on Film No. microfilm of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for business entities from the date hereof, with its registered office in this State located at Boise, in the County of Ada.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 21st day of August, A.D., 1966.

Secretary of State.

ARTICLES OF INCORPORATION

OF *

KING'S TABLE OF BOISE, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being citizens of the United States, and being of legal age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho and for that purpose we do hereby certify as follows:

I.

That the name of this corporation shall be KING'S TABLE OF BOISE, INC.

II.

That the term of the corporate existence of this corporation shall be perpetual.

III.

That the registered office of this corporation and the principal place for the transaction of its business is hereby designated as Boise, Ada County, State of Idaho.

IV.

The objects and purposes for which this corporation is formed ✓ are, as principal, agent or otherwise, to do in the State of Idaho and any other state, territory or country, any and every of the things herein set forth to the same extent as natural persons might or could do, in furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, and we do hereby expressly provide that the corporation shall have power:

- (a) To own, manage, operate or lease a general restaurant or food-dispensing type business;
- (b) To take, hold, lease, mortgage, own, purchase or acquire, by operation of law or otherwise, real property or any interest therein or appurtenant thereto, of any kind or character whatsoever, and any part thereof, and to engage in any and all undertakings and business necessary and proper to the improvement and betterment of any of the real property and appurtenances thereto owned or to be acquired by said corporation, or in any lands in which said corporation may have any interest, and to handle and deal in any lands of said corporation in any manner it may desire wherever situated or located;
- (c) To enter into, make, perform and carry out contracts of every kind, amount and character with any person, firm, association or corporation;
- (d) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, personal property of every kind and character, debts, dues and demands, or choses in action, and each and every kind of personal property, evidences of debts, bonds, stocks of this and other corporations, both public and private, which the corporation may deem necessary and convenient for its business or otherwise, including the purchase and sale of its own common stock which has theretofore been issued to a stockholder;

(e) To borrow and lend money from and to any person, firm, association, and to make, take and execute notes, mortgages, bonds, deeds of trust, debenture bonds or other evidences of indebtedness to secure payment thereof or by any other lawful manner or means, and to take and receive notes, bonds, mortgages, deeds of trust, or any evidence of indebtedness for the use and benefit of said corporation or otherwise;

(f) To own, hold, lease or sublet, or to conduct on its own account or for any person, firm, association or corporation, all and every kind of merchandise, business or pursuit, necessary or proper to carry on an account of the business of said corporation;

(g) To build any and all necessary buildings of any kind or character and at any place proper or convenient to carry on any or all of the business of said corporation;

(h) In addition to said foregoing powers, to also have all authority, powers and rights granted by the laws of the State of Idaho and any amendments thereof;

(i) To do and perform every act and thing necessary to carry out the above-enumerated purposes, or which may be calculated, directly or indirectly, to advance the interests of the company, or to enhance the value of its stock, holdings and property of every kind and character.

V.

The number of directors of this corporation shall be not less than three nor more than seven; provided, however, the number of directors shall be fixed by the shareholders at any annual meeting thereof.

VI.

This corporation shall be authorized to issue one class of shares of capital stock to be designated "common stock". The total ✓ number of shares of common stock which this corporation shall be authorized to issue is 2000. The common stock which this corporation shall be authorized to issue shall have no par value.

VII.

No holder of common stock issued by this corporation shall, as such holder, have any pre-emptive right to subscribe to, purchase or acquire additional shares of common stock or shares of any other class of capital stock or any bonds, debentures or other securities issued by this corporation or convertible into stock of any class whatsoever, whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividends or otherwise.

VIII.

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

IX.

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

<u>Name</u>	<u>Address</u>	<u>Shares Subscribed</u>
B. D. Smith	P.O. Box 1617, Boise, Idaho	One
A. J. Wasserman	P.O. Box 1617, Boise, Idaho	One
C. A. Allen	P.O. Box 1617, Boise, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of twenty-one years, and is a citizen of the United States of America.

X.

A member of the Board of Directors of this corporation shall not be required to be a holder of any of the shares of the common stock of this corporation.

XI.

The corporation reserves the right to amend, endorse, or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, by a majority vote of the shareholders represented in person or by proxy at any annual meeting of the shareholders or at any special meeting duly called for that purpose, excepting only where the laws of the State of Idaho otherwise provide.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 5th day of August, 1966.

B. D. Smith
B. D. Smith

A. J. Wasserman
A. J. Wasserman

C. A. Allen
C. A. Allen

STATE OF IDAHO)
) ss.
County of Ada)

On this 5th day of August, 1966, before me, the undersigned,
a Notary Public in and for said State, personally appeared B. D. SMITH,
A. J. WASSERMAN and C. A. ALLEN, known to me to be the persons
whose names are subscribed to the foregoing instrument, and acknowledg-
edged 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.

Herb T. Hanley

Notary Public for the State of Idaho
Residing at Boise, Idaho