

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
POWER FOOD EQUIPMENT, INC.**

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

SECRETARY OF STATE
STATE OF IDAHO

**Article 1
Name of the Corporation**

The name of the corporation is Power Food Equipment, Inc. (the "Corporation").

**Article 2
Purposes of the Corporation**

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

**Article 3
Shares**

The aggregate number of shares the Corporation is authorized to issue shall be 10,000, with no par value, all of which shall be common voting stock.

**Article 4
Voting**

Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

**Article 5
Registered Office and Agent**

The address of the registered office of the Corporation is 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702, and the name of the registered agent at such address is Corporation Service Company.

**Article 6
Initial Board of Directors**

The number of directors constituting the initial board of directors of the Corporation is four (4) and the names and addresses of such persons to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Jack Hand	3940 Glenbrook Drive Hailey, ID 83333-1066
Bruce Truxal	3940 Glenbrook Drive Hailey, ID 83333-1066

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IDAHO SECRETARY OF STATE
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1 @ 20.00 = 20.00 EXPEDITE C # 3

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Mike Keough

1820 Post Road, Suite 2
Plover, WI 54467

F. Glenn Anderson

953 B South Main
Pocatello, ID 83204

Stephen Howard

953 B South Main
Pocatello, ID 83204

Article 7
Incorporator

For purposes of the Articles of Incorporation, the name and address of the Incorporator are:

Name

Address

Thomas Chandler

877 West Main Street, Suite 1000
Boise, ID 83702

Article 8
Limitation of Liability

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages, and the Corporation shall indemnify a director against liability (as defined in Idaho Code §30-1-850(5)) to any person, for any action taken, or any failure to take action, as a director except for liability for: i) the amount of a financial benefit received by a director to which he is not entitled; ii) an intentional infliction of harm on the Corporation or the shareholders; iii) a violation of Idaho Code §30-1-833; or iv) an intentional violation of criminal law.

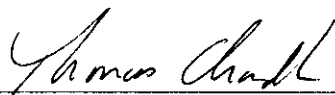
Article 9
Indemnification

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 of 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 10
Execution

For the purpose of forming this Corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation on November 24, 2004.

By: _____



Thomas Chandler, Incorporator