



**CERTIFICATE OF INCORPORATION  
OF**

**QUE PASA? CHILI COMPANY**

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 the above named corporation, 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: **March 21, 1988**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Sandra M. Hawkey*

ARTICLES OF INCORPORATION

OF

QUE PASA? CHILI COMPANY

RECEIVED  
SEC. OF STATE

MAR 21 PM 10 34

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following articles of incorporation:

ARTICLE ONE. Name. The name of the corporation is Que Pasa? Chili Company.

ARTICLE TWO. Purposes. The purpose of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE. Duration. The period of duration of the corporation is perpetual.

ARTICLE FOUR. Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is at W. 4020 Hollister Dr., Bost Falls, Idaho 83854. The name of the corporation's initial registered agent at such address is Patrick A. Travis.

ARTICLE FIVE. Stock. The total authorized number of par value shares of stock is one million (1,000,000). The aggregate par value of the total authorized number of par value shares is Five Hundred Thousand Dollars (\$500,000). The total authorized number of shares without par value is zero.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE SIX. Preemptive rights. Upon the issuance of any new stock by the corporation, each existing shareholder shall have preemptive rights.

ARTICLE SEVEN. Directors. The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualify is:

Patrick A. Travis  
P.O. Box 5191  
Coeur d'Alene, ID 83814

ARTICLE EIGHT. Incorporators. The name and address of each incorporator is:

Patrick A. Travis  
P.O. Box 5191  
Coeur d'Alene, ID 83814

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Idaho, I, the undersigned, have personally executed these articles of incorporation on March 16, 1988

  
Patrick A. Travis

STATE OF IDAHO            )  
                              ) ss.  
County of Kootenai    )

On this 16th day of March, 1988, before me Sue Walker, personally appeared Patrick A. Travis, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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

  
Notary Public for IDAHO  
Residing at Hayden Lake, Idaho