

Department of State.

CERTIFICATE OF INCORPORATION

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

VALLEY VENDING, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day
January, **Sixty-six**
will be **A.D. One Thousand Nine Hundred** and
microfilm
duly recorded on Film No. 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 **perpetual existence**

from the date hereof, with its registered office in this State located at
Idaho Falls **Bonneville.**
in the County of

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,
28th **January**
this **66** day of
A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION
OF
VALLEY VENDING, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of the corporation shall be VALLEY VENDING, INC.

II.

That the purposes for which this corporation is formed are:

1. To buy, sell, and deal in candy, cigarettes, and all other types of merchandise which may be dispensed and sold in vending machines or in any other manner.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise dispensing of the same, or any part thereof, or any interest therein.
3. To purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description.
4. To purchase, or otherwise acquire, to hold, use and enjoy, to improve, lease, mortgage, sell and transfer, exchange or otherwise dispose of, to invest in, trade in and deal with, and deal in, real estate of every kind

and description.

5. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security contract, overdraft, claim, judgment, choses in action, real estate, fixtures, furniture, or any other asset not herein enumerated.

6. To sue and be sued, appear and complain and defend in any Court of law and equity, or before any Board, Commission, or Tribunal.

7. To make secured loans in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection herewith in trust for the holders of participations, and to hold evidence of debt in connection with such loan, and to issue evidence of interest to any person, partnership, firm, or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

8. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade names, rights, processes or formulas, and the like, which may seem capable of being used for any purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

9. To borrow or raise money for any of the purposes of the corporation and to issue bonds, debentures, notes, or other obligations of any nature, and in any manner permitted by law for moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof, and of the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds,

debentures, notes or other obligations of the corporation for its corporate purposes.

10. To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

11. The foregoing objects and purposes shall, except only when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other articles of these articles of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

12. The corporation may do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the aforementioned purposes, or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be helpful or expedient or beneficial to this corporation, and to such end also to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

III

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV.

The principal place of business, registered office and the location and post office address of the registered office of said corporation shall be 246 Basalt Street, Idaho Falls, County of Bonneville, State of Idaho.

V.

The number of directors shall be three (3) which number may be increased pursuant to the By-Laws of the corporation, Directors shall be elected annually.

VI.

The total authorized capital stock of said corporation shall be One Hundred Thousand Dollars (\$100,000.00), divided into One Thousand shares (1,000 shares) of the par value of One Hundred Dollars (\$100.00) each, all of such capital stock to be common stock.

VII.

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

NAME	P. O. ADDRESS	NO. SHARES
Roger B. Hougen	960 Safstrom Dr., Idaho Falls, Idaho	1
Robert R. Schwarze	Route #1, Box 256, Idaho Falls, Idaho	1
Hugo D. Jorgensen	370 Tall Avenue, Rigby, Idaho	1

Each of the persons above enumerated as incorporators is a natural person over the age of twenty-one (21) years and is a citizen of the United States of America.

VIII.

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

IX.

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and to adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration, and repeal by the stockholders at any annual meeting, or at any special meeting called for such purpose.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation have executed these articles of incorporation this 31th day of January, 1966.

Robert R. Schwarze

Roy B. Hougren

Thos. D. Hougren

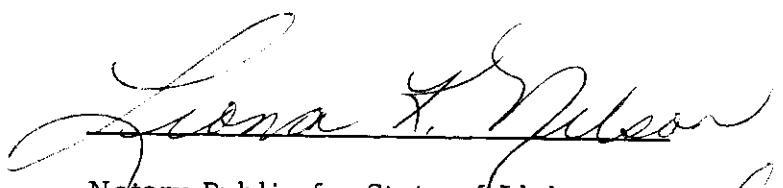
LAW OFFICES OF
PETERSEN, MOSS & OLSEN
520 "D" STREET
IDAHO FALLS, IDAHO 83402

STATE OF IDAHO)
) ss.
County of Bonneville)

I hereby certify that on this 22th day of January 1966, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared Roger B. Hougen, Robert R. Schwarze, and Hugo D. Jorgensen, 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 the certificate first above written.

(Seal)


Notary Public for State of Idaho

Residing at Earth, Idaho

My Commission Expires: 1-16-69