

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

#### THE CUPBOARD CAFE, INCORPORATED

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: November 22, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Jonny Coulson*  
Corporation Clerk

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SEC. OF STATE  
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ARTICLES OF INCORPORATION  
OF  
THE CUPBOARD CAFE, INCORPORATED

The undersigned, being over 18 years of age and citizens of the United States of America, hereby form the following corporation pursuant to the Idaho Business Corporation Act.

I

The name of the corporation is THE CUPBOARD CAFE, INCORPORATED.

II

The period of its duration is perpetual.

III

The purpose for which the corporation is organized is to engage in the restaurant business, selling at wholesale and retail, prepared foods and beverages (both alcoholic and non-alcoholic), for consumption on the premises, and foodstuffs for off-premises preparation; catering; providing services relevant to the preceeding; and any such other enterprises as shall be determined.

IV

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares, all one class, and of \$1.00 par value.

V

The address of the initial registered office of the corporation is 116 North Second Avenue, Sandpoint, Idaho 83864.

The name of the registered agent at such address is Carol C. Ballard.

VI

The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual Meeting of shareholders or until their successors are elected and shall qualify are: Carol C. Ballard and Donald B. Ballard, 116 North Second Avenue, Sandpoint, ID 83864.

VII

The names and addresses of the incorporators are Carol C. Ballard and Donald B. Ballard, 116 North Second Avenue, Sandpoint, Idaho 83864.

DATED this 20th day of November, 1991.

Carol C. Ballard  
Carol C. Ballard

Donald B. Ballard  
Donald B. Ballard