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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

WATSONS INCORPORATED

The undersigned, acting as the incorporators of Watsons Incorporated, ("Corporation") and acting under the laws of the State of Idaho, hereby adopt the following Articles of Incorporation ("Articles").

ARTICLE I. NAME

The name of the Corporation is Watsons Incorporated.

ARTICLE II. DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. REGISTERED AGENT

The location of the Corporation is in the City of Menan, County of Jefferson, and State of Idaho. The address for the initial registered office is 117 E. Main, Rigby, Idaho, 83442. The name of the initial registered agent at this address is Jimmie Rae Voyles.

ARTICLE IV. PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

1. To operate a retail food and drink establishment including the sale of alcohol and to have and sponsor pool events, dart events, music and other such activities and events in association thereof.
2. To buy, exchange, lease or otherwise acquire real estate or any interest or right therein, and to hold, own or operate, control, maintain, manage and develop them and to construct, maintain, manage, alter and control directly or through ownership of stock in any other Corporation, any and all kinds of buildings,

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offices, warehouses, stores and any and all other structures and erections which may at any time be necessary or useful for this Corporation.

3. To acquire, hold, use, sell, assign, lease, grant licenses with respect to, mortgage or otherwise dispose of letters, patents of the United States or any foreign country, patent rights, licenses and inventions, improvements and processes, copyrights, trademarks and tradenames, relating to or useful to this Corporation.
4. To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock or any voting trust certificates with respect to the shares of the capital stock, warrants, rights, bonds, debentures, notes, trust receipts and other securities, obligations, choices in action and evidences of indebtedness or interest issues or created by any Corporation, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government or by any state, territory, province, municipality, or other political subdivision, or by any government agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership.
5. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state or government, or colony or dependency thereof.
6. To have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.
7. To acquire, and to make payment therefore in cash or the stock or bonds of the Corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the goodwill, rights and property, the whole or any part of the assets, tangible or intangible and to undertake or assume th liabilities of, any person, firm association,

to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

8. To borrow or raise money for any of the purposes of the Corporation, without limit as to amount, and in connection therewith, to grant collateral or other security either alone or jointly with any other person, firm or corporation and to make, execute, draw, accepts, endorse, discount, pledge, issue, sell or otherwise dispose of promissory notes, drafts, bills or exchange, warrants, bonds, debentures and other evidences or indebtedness, negotiable or non-negotiable, transferable or non-transferable, and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to the extent permitted under the laws of the State of Idaho; to lend and advance money, extend credit, take notes, open accounts and every kind of nature or evidence or indebtedness and collateral security in connection therewith.
9. To have, exercise and enjoy all powers now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all of the powers and privileges granted to corporations by Chapter 1, Title 30, Idaho Code, and present and/or future amendments thereto, and to do any act or other thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objections and purposes.
10. To exercise and perform any and all of the hereinabove mentioned and described powers, both within and without the State of Idaho.

#### **ARTICLE V. STOCK**

This Corporation is authorized to issue one hundred (100) shares of common stock, all of the same class, with a \$1.00 par value.

#### **ARTICLES VI. INCORPORATORS**

The names and addresses of the incorporators of the Corporation, and the number of shares therein subscribed by each incorporator, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
Jimmie Rae Voyles	117 E. Main Rigby, ID. 83442	50
Janice Rae Voyles	117 E. Main Rigby, ID. 83442	50

#### **ARTICLE VII. BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than two (2) nor more than three (3) individuals.

The names and address of the persons appointed to act as the initial and sole directors are:

Jimmie Rae Voyles  
117 E. Main  
Rigby, ID 83442

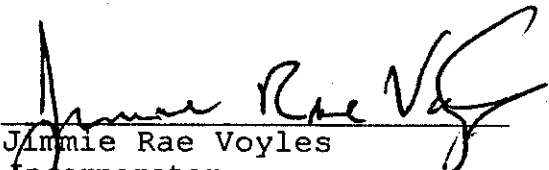
Janice Rae Voyles  
117 E. Main  
Rigby, ID 83442

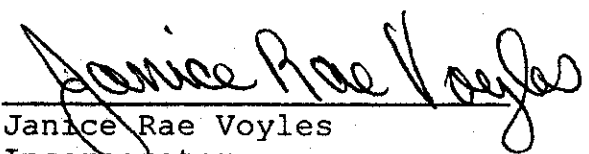
Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed in the manner and for the terms provided in the Bylaws of the Corporation.

#### **ARTICLE VIII. BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in its Bylaws.

DATED this 27<sup>th</sup> day of December, 2007.

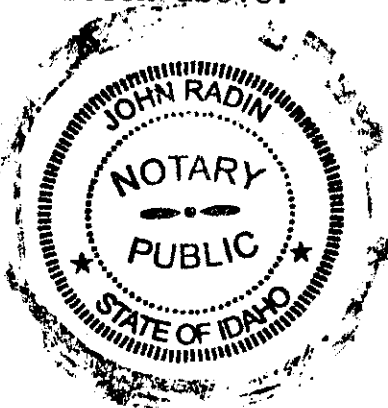
  
Jimmie Rae Voyles  
Incorporator

  
Janice Rae Voyles  
Incorporator

STATE OF IDAHO                    )  
  ) ss.  
County of Bonneville            )

On this 27 day of December, 2007, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared JIMMIE RAE VOYLES and JANICE RAE VOYLES known to me to be the persons whose names are subscribed to the within and foregoing 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 this certificate first written above.



John Radin  
Notary Public of Idaho  
Residing at: Menon, Idaho  
My Comm. Expires: 6/20/2010