

CERTIFICATE OF INCORPORATION  
OF

MAIN STREET ICE CREAM, INC.

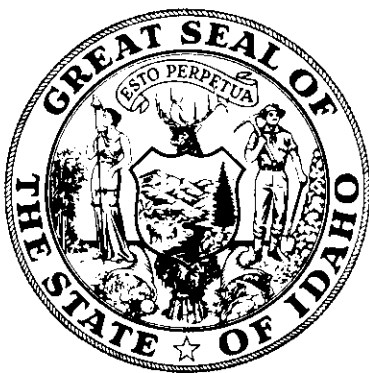
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

MAIN STREET ICE CREAM, INC.

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 2, 1984



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: Denise Dier

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, natural persons of full age, citizens and residents of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby certify as follows:

ARTICLE I.

The name of the Corporation shall be:

MAIN STREET ICE CREAM, INC.

ARTICLE II.

The Corporation is formed for the following purposes:

1. To conduct a business for the retail sale of ice cream and other foods and beverages;
2. To pursue every other business purpose necessary, incidental or related to the foregoing purpose;
3. For the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Idaho Code §30-1-1, et seq.

ARTICLE III.

The duration of the Corporation shall be perpetual.

ARTICLE IV.

The Corporation is authorized to issue one class of shares, in a total amount of 500 shares, each share of stock bearing a par value of \$20.00. Shares of stock of this Corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of this Corporation, in accordance with the duly adopted By-Laws of this Corporation.

The capital stock of this Corporation, after the amount of the subscription price or par value has been paid in,

shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

#### ARTICLE V.

The initial registered address of the Corporation shall be:

GRANT JOHNSON  
818 East 20th Avenue  
Jerome, Idaho, 83338

#### ARTICLE VI.

The names and addresses of those persons who shall serve as directors of the Corporation until the first annual meeting of shareholders are:

GRANT JOHNSON  
818 East 20th Avenue  
Jerome, Idaho, 83338

PAULA JOHNSON  
818 East 20th Avenue  
Jerome, Idaho, 83338

STEVEN BINGHAM  
Route 1  
Jerome, Idaho 83338

DEBORAH BINGHAM  
Route 1  
Jerome, Idaho, 83338

#### ARTICLE VII.

The names and addresses of the incorporators of this Corporation are:

GRANT JOHNSON  
818 East 20th Avenue  
Jerome, Idaho, 83338

PAULA JOHNSON  
818 East 20th Avenue  
Jerome, Idaho, 83338

STEVEN BINGHAM  
Route 1  
Jerome, Idaho, 83338

DEBORAH BINGHAM  
Route 1  
Jerome, Idaho, 83338

ARTICLE VIII.

No private property of the stockholders of the Corporation shall be subject to or liable for the payment of corporate debts.

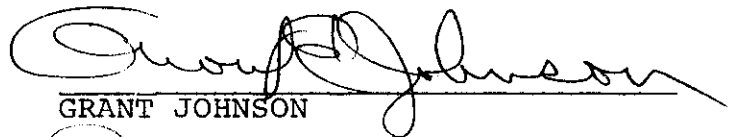
ARTICLE IX.

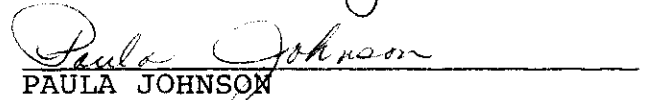
By-Laws shall be adopted by the Board of Directors, and when so adopted, may thereafter be repealed, amended or new By-Laws adopted by a two-thirds (2/3) vote of the Directors.

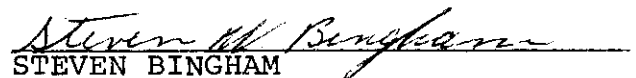
ARTICLE X.

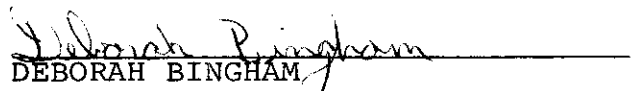
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these ARTICLES OF INCORPORATION in the manner now or hereafter provided by law, and all rights conferred upon stockholders of this Corporation are granted subject to this reservation.

IN WITNESS WHEREOF, We, the incorporators of MAIN STREET ICE CREAM, INC., have set our hands at Jerome, Idaho, this 21<sup>ST</sup> day of February, 1984.

  
GRANT JOHNSON

  
PAULA JOHNSON

  
STEVEN BINGHAM

  
DEBORAH BINGHAM

STATE OF IDAHO            )  
                                  ) SS.  
County of Jerome        )

On this 24 day of February, 1984, before me, the undersigned, a Notary Public in and for said County and State, personally appeared GRANT JOHNSON and PAULA JOHNSON, husband and wife, and STEVEN BINGHAM and DEBORAH BINGHAM, husband and wife, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and who acknowledged to me that they executed the same.

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

  
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NOTARY PUBLIC for Idaho