



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

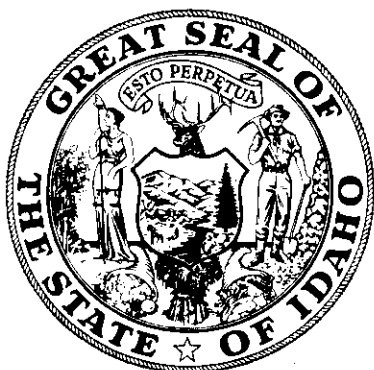
VICTORIA INN, INC.

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 VICTORIA INN, 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 October 22, 19 79.



Pete T. Cenarrusa

SECRETARY OF STATE

Leanne Nichols

Corporation Clerk

FILED

ARTICLES OF INCORPORATION
OF
VICTORIA INN, INC.

OCT 9 AM 9 01

SECRETARY OF
STATE

We, the undersigned, being two or more natural persons of full age, and citizens of the United States, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho.

ARTICLE I

The name of the Corporation is VICTORIA INN, INC.

ARTICLE II

The Corporation shall have perpetual existence.

ARTICLE III

The purposes and objects for which said corporation is formed are to conduct the business of owning and operating a restaurant and to dispense food and drink, and to conduct and engage in all activities necessary to render restaurant services, and to conduct any and all other business or activities not forbidden by law.

ARTICLE IV

The Corporation shall have authority to issue one thousand shares of stock, all of one class, without par value.

ARTICLE V

The address of the Corporation's initial registered office is P.O. Box 1510, Hailey, Idaho 83333. The name of the Corporation's initial registered agent at such address is Ellen Stevenson.
416 N. Main *

ARTICLES OF INCORPORATION/1

* as per Janet Wygle

ARTICLE VI

The number of Directors constituting the Corporation's initial Board of Directors is three (3) whose names and addresses are: Janet C. Wygle, P.O. Box 1172, Ketchum, Idaho 83340; Lynn Dunlap, P.O. Box 126, Hailey, Idaho 83333; Ellen Stevenson, P.O. Box 1838, Ketchum, Idaho 83340.

ARTICLE VII

The names and addresses of the incorporators are Ellen Stevenson, P.O. Box 1838, Ketchum, Idaho 83340; Lynn Dunlap, P.O. Box 126, Hailey, Idaho 83333.

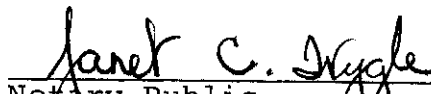
IN WITNESS WHEREOF, we the incorporators, have executed these Articles of Incorporation in triplicate this 5th day of October, 1979.


ELLEN STEVENSON


LYNN DUNLAP

STATE OF IDAHO)
) ss.
County of Blaine)

On this 4th day of October, 1979, before me a Notary Public in and for said state, personally appeared ELLEN STEVENSON, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.


Notary Public
Residing at: Ketchum, Id.

STATE OF IDAHO)
) ss.
County of Blaine)

On this 5th day of October, 1979, before me a Notary Public in and for said state, personally appeared LYNN DUNLAP known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

Janet C. Skyle
Notary Public
Residing at: Ketchum