



CERTIFICATE OF INCORPORATION  
OF

ROCKY MOUNTAIN PIZZA HUTS, 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 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: *January 31, 1986*



A handwritten signature in cursive script, reading "Pete T. Cenarrusa". The signature is written in dark ink and is positioned above the title "SECRETARY OF STATE".

SECRETARY OF STATE

by: \_\_\_\_\_

JAN 31 3 34 PM '86  
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

ROCKY MOUNTAIN PIZZA HUTS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, in order to form a corporation, pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of this corporation shall be ROCKY MOUNTAIN PIZZA HUTS, INC.

ARTICLE II

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE III

This corporation is formed to carry out any lawful purpose and shall have all the powers allowed by the laws of the State of Idaho.

ARTICLE IV

The capital stock of this corporation shall be in the amount of \$250,000.00 divided into 25,000 shares of non-assessable common stock of the par value of \$10.00 per share.

ARTICLE V

The principal place of business of this corporation shall be in the City of Boise, County of Ada, State of Idaho, at 504 North Phillippi, Boise, Idaho 83706, which is hereby designated as the address of its registered office. Gerald A. Waller is the registered agent.

#### ARTICLE VI

The name and post office address of the incorporators are Gerald A. Waller, 504 North Phillippi, Boise, Idaho 83706 and Allan D. Humphries, 504 North Phillippi, Boise, Idaho 83706.

#### ARTICLE VII

The management of this corporation shall be vested in a board of not less than one director and a maximum number as may be fixed by the Bylaws. Other than the first director of the corporation, the directors shall be elected at the annual meeting of the stockholders to be held at a time and place designated by the Bylaws. The first directors of this corporation are:

GERALD A. WALLER, 504 North Phillippi,  
Boise, Idaho 83706

ALLAN D. HUMPHRIES, 504 North Phillippi,  
Boise, Idaho 83706

#### ARTICLE VIII

The Board of Directors of this corporation by a majority vote shall have the power to repeal or amend the Bylaws thereof, and to adopt a new code of Bylaws if in their discretion that becomes proper.

#### ARTICLE IX

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 31 day of January, 1986.

Gerald A. Waller  
GERALD A. WALLER

Allan D. Humphries  
ALLAN D. HUMPHRIES

STATE OF IDAHO )  
                  ) ss.  
County of Ada )

On this 31<sup>st</sup> day of January, 1986, before me, the undersigned, a Notary Public in and for said State, personally appeared GERALD A. WALLER and ALLAN D. HUMPHRIES, 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 this certificate first above written.

Kelly Allen  
NOTARY PUBLIC FOR IDAHO  
Residence: Boise, Idaho