



Department of State.

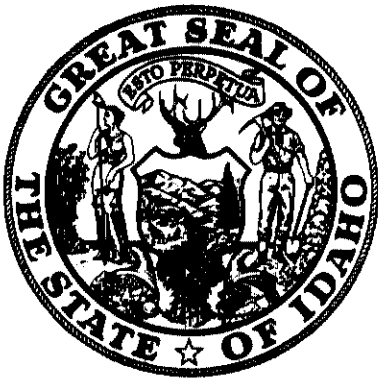
**CERTIFICATE OF INCORPORATION
OF**

THE PLANTATION GOLF CLUB, 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: **September 12, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

SEP 12 8 51 AM '91

ARTICLES OF INCORPORATION SECRETARY OF STATE

OF

THE PLANTATION GOLF CLUB, INC.

I, the undersigned, being a natural person of the age of eighteen (18) years or more, for the purpose of forming a corporation under The Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is The Plantation Golf Club, Inc. (the "Corporation").

ARTICLE II

The address of the Corporation's initial Registered Office in the State of Idaho is 300 North 6th Street, Boise, Idaho, and the name of its initial Registered Agent at such address is C T Corporation System.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue shall be one thousand (1,000) shares of Common Stock of the par value of one cent (\$.01) per share, amounting in the aggregate to Ten Dollars (\$10.00), and there shall

be no preferences, qualifications, limitations or restrictions whatsoever, nor any special or relative rights in respect of the shares.

ARTICLE IV

No Shareholder shall be entitled as a matter of right to subscribe for, purchase or receive any part of any new or additional issue of stock of any class, or treasury shares of stock of any class, whether now or hereafter authorized, or of any bonds, debentures or other securities convertible into stock of any class, and all such additional shares of stock, treasury shares of stock, bonds, debentures or other securities convertible into stock may be issued and disposed of by the Board of Directors to such person or persons, on such terms and for such consideration (so far as may be permitted by law) as the Board of Directors, in their absolute discretion, may determine.

ARTICLE V

The name and place of residence of the Incorporator are Merry Evans, 1200 Main Street, Kansas City, Missouri 64105.

ARTICLE VI

The number of Directors to constitute the initial Board of Directors is one (1). After the first meeting of the Board of Directors, the number of Directors shall be fixed in the manner provided in the Bylaws of the Corporation. The powers of the Incorporator are to terminate upon the filing of these Articles of Incorporation, and the name and mailing address of the person who is to serve as Director until the first annual meeting of Shareholders or until his successor is elected and qualified, is: Leland Campbell, 6515 West State, Boise, Idaho.

ARTICLE VII

The duration of the Corporation is perpetual.

ARTICLE VIII

The Corporation is formed for the following purposes:

A. To hold a retail liquor license issued by the Idaho Department of Law Enforcement.

B. To transact any other lawful business for which corporations may be incorporated under The Idaho Business Corporation Act.

ARTICLE IX

The Board of Directors of the Corporation shall have the power to make, alter, amend or repeal Bylaws of the Corporation from time to time.

ARTICLE X

The Corporation shall indemnify its Directors, Officers, employees or agents and all other persons as provided in, and to the full extent allowed by, Section 30-1-5 (as amended, superseded or renumbered) of The Idaho Business Corporation Act.

ARTICLE XI

At all elections of Directors of the Corporation and for the purposes of all other matters upon which Shareholders are entitled to vote, each Shareholder shall be entitled to as many votes as shall equal the number of shares of stock held by that Shareholder.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 11th day of September, 1991.

Merry Evans
Merry Evans
Incorporator

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

I, VICKIE I. Brennan, a notary public, do hereby certify that on the 11th day of September, 1991, personally appeared before me Merry Evans, who being first duly sworn declared and acknowledged that she is the person who signed the foregoing document as Incorporator and that the statements therein contained are true.

Vickie I. Brennan
Notary Public

My commission expires:

VICKIE I. BRENNAN
Notary Public - State of Missouri
Commissioned in Platte County
My Commission Expires March 17, 1993