

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

JIMMY'S, 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: October 30, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION Oct 30 10 32 AM '92
OF SECRETARY OF STATE
JIMMY'S, INC.

KNOW ALL MEN BY THESE PRESENTS, that JAMES A. ATWOOD and ALLISON S. ATWOOD, the undersigned, full age citizens of the United States, this day, for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify:

ARTICLE I.

That the name of the corporation shall be JIMMY'S, INC.

ARTICLE II.

The purposes for which the corporation is organized shall be, and include, the transaction of any and all lawful business for which a corporation may be incorporated under "The Idaho Business Corporation Act".

ARTICLE III.

This corporation shall have perpetual existence.

ARTICLE IV.

The location and post office address of the registered office in this State and principal place of business shall be Jimmy's, Inc., formerly Leo's Cafe & Lounge, Highway 95, Worley, Idaho 83876, and the initial registered agent at such address is ALLISON S. ATWOOD.

ARTICLE V.

The capital stock of this corporation shall be designated as common stock, which shall consist of One Thousand (1,000) shares with a par value of TEN DOLLARS AND NO/100 (\$10.00) per share, totaling in the aggregate sum of TEN THOUSAND DOLLARS AND NO/100 (\$10,000.00).

ARTICLE VI.

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors and officers may from time to time be fixed by the bylaws of the corporation at any number.

The name and address of the initial director, until such time as the first annual meeting of shareholders or election of her successor(s), is:

ALLISON S. ATWOOD
%JAMES W. ATWOOD
408 SHERMAN AVE., SUITE 205
COEUR D'ALENE, IDAHO 83814

ARTICLE VII.

The address of the incorporators of the corporation are:

JAMES A. ATWOOD
623 EMPIRE
COEUR D'ALENE, ID 83814

ALLISON S. ATWOOD
%JAMES W. ATWOOD
408 SHERMAN AVENUE, SUITE 205
COEUR D'ALENE, ID 83814

ARTICLE VIII.

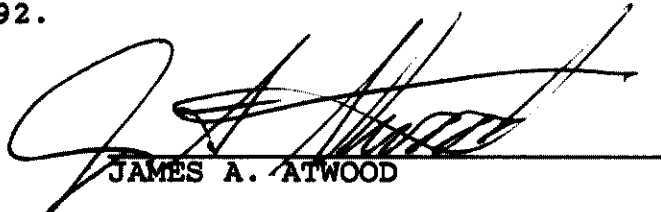
Subject to the power of the shareholders to amend, alter or

repeal, the Board of Directors of this corporation shall have the power to amend such bylaws defining the powers and duties of the officers in the corporation and providing for such other matters regarding its affairs that they deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho, or these Articles of Incorporation.

ARTICLE IX.

An amendment altering the Articles of Incorporation of this corporation in any respect may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as law requires.

IN WITNESS WHEREOF, the incorporators have executed this instrument, in duplicate, at Coeur d'Alene, Idaho, on this 27th day of OCTOBER, 1992.


JAMES A. ATWOOD


ALLISON S. ATWOOD

STATE OF IDAHO

County of Kootenai

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) ss.
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On this 27 day of Oct, 1992, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared JAMES A. ATWOOD, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official notarial seal the day and year first-above written.

James A. Atwood
Notary Public in and for the
State of Idaho.
Residing at: Edna
Commission expires: 2/26/94

STATE OF ~~IDAHO~~ ^{WASHINGTON}

County of ~~Kootenai~~ ^{WHATCOM}

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) ss.
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On this 28th day of October, 1992, before me, the undersigned Notary Public, personally appeared ALLISON S. ATWOOD, known to me to be the person whose name is subscribed to the within instrument and acknowledge to me that she executed the same.

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

Barrie Norman
Notary Public in and for the
State of ~~Idaho~~ ^{WASHINGTON}
Residing at: BELLINGHAM
Commission expires: 09-29-95