

**CERTIFICATE OF INCORPORATION
OF**

INNOVATIVE, 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.

February 26, 1988
Dated:



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Jacoba M. Anthony*

INNOVATIVE, INC.
ARTICLES OF INCORPORATION

FEB 26 2 15 PM '88

SECRETARY OF STATE

Article One

The name of the corporation is Innovative, Inc.

Article Two

The duration of this corporation is perpetual.

Article Three

The purpose for which this corporation is organized is to purchase/lease Restaurants, Coffee Shops, Bars; purchase property; and all other legal activities for which the corporation may be incorporated under the Idaho Business Corporation Act.

Article Four

The aggregate number of shares which the corporation shall have the authority to issue shall be 100,000 shares having a par value of \$1.00 (one) per share. Said shares shall not be issued until they are fully paid for.

Article Five

The private property of the stockholders of the corporation shall not be subject to the payment of Corporate Debts to any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying the debts of this corporation.

Article Six

The number of Directors of the Corporation shall be as specified in the By-Laws of the Corporation, and any such number may be increased or decreased from time to time in such a manner as may be prescribed in the By-Laws and in the Idaho Business Corporation Act. The number of Directors constituting the initial Board of Directors is one (1), and the name and address of each person who is to serve as a director until the annual meeting of shareholders, or until her successor is elected and qualified, is as follows:

- (a) S. H. Amador
157 Skylark
Boise, Id 83702

INNOVATIVE, INC.
ARTICLES OF INCORPORATION
PAGE TWO, CONTINUED

Article Seven

The initial By-Laws shall be adopted by the board of directors and shall control the internal affairs of the corporation. The power to alter, ammend, or repeal the by-laws, or to adopt new by-laws shall be vested in the directors. Such power may be exercised by a majority vote of the Board of Directors in accordance with law.

These Articles of Incorporation may be ammended by a majority vote at any annual or special meeting of the shareholders, either upon consideration of a resolution or ammendment adopted by the Board of Directors, or upon consideration of a resolution adopted by the holders of not less than fifty-one (51%) per cent of all shares entitled to vote at such a meeting.

Article Eight

Pre-emptive rights are denied to the shareholders of this corporation.

Article Nine

The address of the initial registered office of the corporation is 1002 Main Street, Boise, Id 83703. The name of the initial registered agent is Jeffrey Lewis at such address.

Article Ten

The name and address of the incorporators are:



Glenn Alan Amador

President

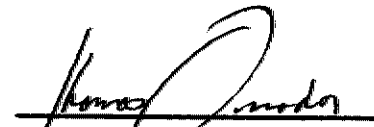
157 SKYLARK - 1
BOISE IDAHO 83792


Jeffrey Lewis

Vice President

Rt 2, Box 222

Caldwell, Id 83605



Thomas Rene Amador

Secty, Treasurer

157 SKYLARK
BOISE, ID 83702