

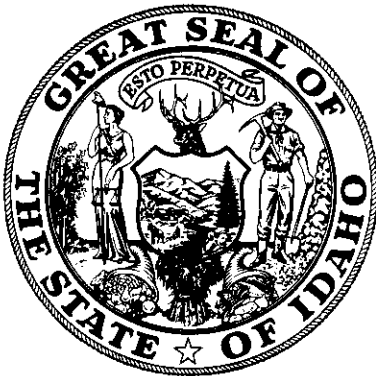
CERTIFICATE OF INCORPORATION
OF

SHANGHAI RESTAURANT, 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 19, 1986**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION OF

SHANGHAI RESTAURANT, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Shanghai Restaurant, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of one class of common stock. The par value of said stock shall be \$100 per share.

FIFTH: Provisions for the regulation of the internal affairs of the corporation shall be governed by By-Laws adopted by the corporation.

SIXTH: The address of the initial registered office of the corporation is 124 West Main, Grangeville, Idaho 83530 and the name of its initial registered agent at such address is Shurly Shiad Yu Lee Wang.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Jenn Hwan Wang, 124 West Main Street, Grangeville, ID 83530
Shurly Shiad Yu Lee Wang, 124 West Main Street, Grangeville, Idaho 83530.

EIGHTH: The name and address of each incorporator is:

Jenn Hwan Wang, 124 West Main Street, Grangeville, ID 83530
Shurly Shiad Yu Lee Wang, 124 West Main Street, Grangeville, Idaho 83530.

1 IN WITNESS WHEREOF, for the purpose of forming this
2 corporation under the laws of the State of Idaho as
3 aforementioned, the undersigned, constituting the incorporators of
4 this corporation, have executed these Articles of Incorporation
5 this 17th day of September, 1986.

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8 JENN HWAN WANG

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11 SHURLY SHIAD YU LEE WANG
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