

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

BOUCHARD, INC.

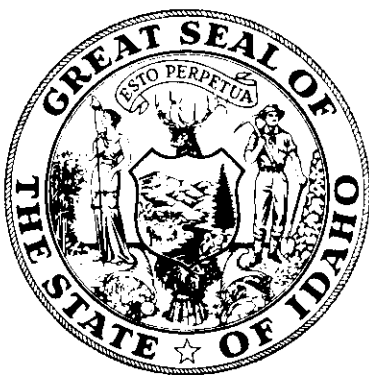
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BOUCHARD, INC.

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 30, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
BOUCHARD, INC.

SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, as now in effect or as may hereafter be amended, do hereby certify as follows:

ARTICLE I

The name of the corporation is BOUCHARD, INC.

ARTICLE II

The objects and purposes for which this corporation is organized and the powers of such corporation are as follows:

1. To engage in the business of operating a restaurant. The corporation shall also have the power to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including but not limited to the purposes and powers hereinafter set forth.

2. To do any and all things necessary, reasonable, proper, convenient or incident to carrying out the purposes for which this corporation is formed.

3. To purchase, insofar as the same may be done without impairing the capital of this corporation, except as otherwise prohibited by law, and to hold, pledge and reissue, shares of its own capital stock, but such stock so acquired and held shall not be entitled to vote nor to receive dividends.

4. To have, exercise, enjoin and participate in all powers now or hereafter granted to corporations organized under the laws of the State of Idaho, particularly all of the powers and privileges granted to corporations by Chapter I, Title 30, Idaho Code, including any future amendments thereto.

5. To do all things which a natural person might do, it being expressly provided that the aforesaid enumeration of purposes shall not be construed to be limitations upon the powers and purposes of this corporation.

ARTICLE III

This Corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the corporation shall be 3776 Centennial Way, Boise, Idaho 83706, and the name of its initial registered agent at such address is Robert Bouchard.

ARTICLE V

The shares of stock to be issued by the corporation shall consist of one class only, and the aggregate number of shares

which the corporation shall be authorized to issue shall be 100 shares of stock, each having a par value of \$1.00 per share. All shares of stock shall have the same rights in such corporation and shall be non-assessable when paid in full.

ARTICLE VI

The names and post office addresses of the incorporators and organizers, who have named themselves as the directors to serve until the first election of directors of the corporation, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert Bouchard	3776 Centennial Way, Boise, Idaho 83706
Eugene Bouchard	2700 Lemp, #3, Boise, Idaho 83702

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.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholder herein are granted subject to this reservation.

We, the incorporators and organizers, for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of

Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, have hereunto set our names, hands and seals this 27 day of September, 1983.

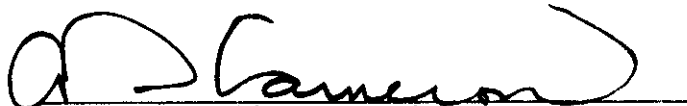
Robert H. Burchard

Eugene Burchard

STATE OF IDAHO)
) ss.
County of Ada)

On this 27 day of September, 1983, before me,
the undersigned Notary Public in and for said State, personally
appeared ROBERT BOUCHARD, known to me to be the person whose name
is subscribed to the within instrument, and acknowledged to me
that the statements contained therein are true.

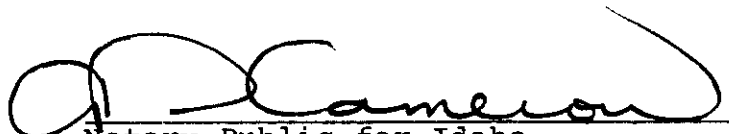
IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first
above written.


Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 27 day of September, 1983, before me,
the undersigned Notary Public in and for said State, personally
appeared EUGENE BOUCHARD, known to me to be the person whose name
is subscribed to the within instrument, and acknowledged to me
that statements contained therein are true.

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


Notary Public for Idaho
Residing at Boise, Idaho