

ARTICLES OF DISSOLUTION

FILED

OF

99 JUL 28 AM 10:31

"MOM! WHAT'S FOR DINNER??", INC.

SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the provisions of Title 30, Chapter 1, Idaho Code, Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

Article I

The name and post office address of the corporation is "MOM! WHAT'S FOR DINNER??", INC., Route 2, Box 99B, Genesee, ID 83832.

Article II

The names and addresses of the last officers and directors of the corporation and their respective offices are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Lezah Jean Becker	Rt. 2 Box 10 Genesee, ID 83832	Pres/V.Pres Sec/Tr

Article III

Notice requirements set forth by Section 30-1-87, Idaho Code, have been met.

Article IV

All debts, obligations, and liabilities of the corporation have been paid and discharged.

Article V

All remaining property and assets of the corporation have been distributed among the shareholders in proportion to their respective rights and interests.

DAVID SECRETARY OF STATE
07/28/1999 09:00
CK: 2366 CT: 110539 BH: 237424

1 @ 30.00 = 30.00 PROF DISSO # 2

C108593

SUBSCRIBED AND SWORN to before me this 21 day of ~~June~~ ^{July},

1999.

M. Kilann Zenner

Notary Public for Idaho,
Residing in Latah County.

My Commission Expires: 10-10-2001

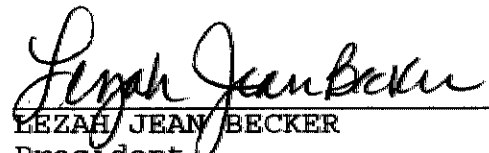
Article VI

There are no suits pending against the corporation in any court.

Article VII

Dissolution of the corporation has received the unanimous written consent of all shareholders pursuant to Section 30-1-#3 Idaho Code.

IN WITNESS WHEREOF, we, the undersigned have hereunto set our hands this 21 day of July, 1999.



LEZAH JEAN BECKER
President
Rt. 2 Box 10
Genesee, ID 83832

VERIFICATION

STATE OF IDAHO)
) ss.
County of Latah)

LEZAH JEAN BECKER, being first duly sworn on oath, deposes and says:

That she is the President of "MOM! WHAT'S FOR DINNER??", INC.; that she has read the foregoing Articles of Dissolution, knows the contents hereof, and that the facts herein stated are true to the best of her knowledge, information and belief.


LEZAH JEAN BECKER
President

**CONSENT OF STOCKHOLDERS
TO DISSOLUTION OF
"MOM! WHAT'S FOR DINNER??", INC.**

THE undersigned, being the holder of all outstanding shares of "MOM! WHAT'S FOR DINNER??", INC. does hereby consent to the voluntary dissolution of said corporation and does authorize the President or Vice-President and the Secretary of said corporation to execute and file duplicate original Articles of Dissolution with the Secretary of State of the State of Idaho.

DATED this 21 day of July, 1999.


LEZAH JEAN BECKER