

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

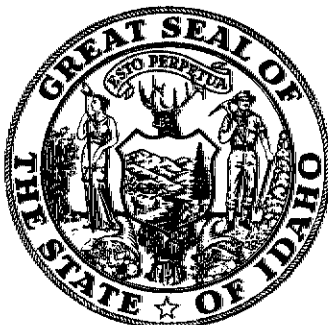
CHZ, INC.

File number C 112038

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 15, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alma Sipe*

SEP 15 10 04 AM '95  
 SECRETARY OF STATE  
 STATE OF IDAHO

**ARTICLES OF INCORPORATION**

**OF**

**CHZ, INC.**

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**FIRST**

The name of the corporation is CHZ, INC.

**SECOND**

The period of its duration is perpetual.

**THIRD**

The purpose or purposes for which the corporation is organized are: to operate a retail cheese outlet, and all other things incidental thereto necessary to conduct business, together with the transaction of all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Section 30-1-3.

**FOURTH**

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of \$1.00 par value common stock.

**FIFTH**

Shareholders shall have full pre-emptive rights.

**SIXTH**

Provisions for the regulation of the internal affairs of the corporation are such as

IDAHO SECRETARY OF STATE

9/15/95 9:00:00 AM  
 Customer # 3117  
 IVC960013936 16384  
 CORPORATION PROFIT

1 @ 100.00 = 100.00

may be provided by the By-Laws of the corporation, including provision for restriction on transfer of shares, as provided in Idaho Business Corporation Act, Section 30-1-23A.

SEVENTH

The address of the initial registered office of the corporation is 237 South 900 West, Blackfoot, Idaho, and the name of its initial registered agent at such address is Merlin Morgan.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of persons who are to serve as Directors until the first annual meeting of shareholders, or until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Merlin Morgan	237 South 900 West Blackfoot, Idaho 83221
Gaylen Clayson	710 East 600 North Firth, Idaho 83236

NINTH

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Merlin Morgan	237 South 900 West Blackfoot, Idaho 83221

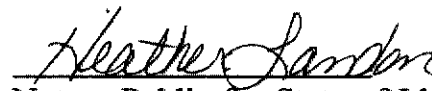
DATED this 8<sup>th</sup> day of September, 1995.

  
MERLIN MORGAN

STATE OF IDAHO            )  
                                      ) ss.  
County of Bingham        )

On this 8<sup>th</sup> day of September, 1995, before me, the undersigned, a notary public in and for said state, personally appeared MERLIN MORGAN, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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 State of Idaho  
Residing at Blackfoot, Idaho

My cmn exprs: 9-10-96