

FILED

98 APR 17 AM 8:42
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

ERSA, INC.

98 APR 22 PM 2:04
SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL PERSONS BY THESE PRESENTS: That we, the undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation shall be: ERSA, INC.

ARTICLE TWO

The term of existence of this corporation shall be perpetual.

ARTICLE THREE

The registered agent and address of its registered office in the State of Idaho shall be

Dalmos Santos
620 North Spokane Street
Post Falls, Idaho 83854

ARTICLE FOUR

The total authorized number of shares of said corporation, all of which shall be common stock, constituting the total authorized capital stock with relative rights concerning said stock being equal and the holders thereof entitled to one (1) vote for each share of common stock so held by them, all as follows:

Shares: 2,000
Par Value: None

ARTICLE FIVE

The amount of paid in capital with which this corporation shall begin business is \$2,000.00.

IDAHO SECRETARY OF STATE
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ARTICLE SIX

It shall be a domestic corporation.

ARTICLE SEVEN

The Board of Directors shall consist of not less than one, nor more than three persons, that the initial Board of Directors shall consist of two members. The Directors need not be shareholders and they need not be residents of the State of Idaho. The following named persons shall serve as the Board of Directors until their successors are duly elected and qualified, to-wit

Dalmos Santos
620 North Spokane Street
Post Falls ID 83854

Raci Erdem
4209 North Belt
Spokane WA

ARTICLE EIGHT

In furtherance of and not in limitation of the powers conferred by the State of Idaho, the Board of Directors is expressly authorized to frame and adopt any such Bylaws for the corporation as are not inconsistent with the laws of the State of Idaho or these Articles of Incorporation.

ARTICLE NINE

The business of this Corporation shall be managed by the Board of Directors. The qualifications, terms of office, method of election, powers and duties of such directors shall be such as may be prescribed by law, these Articles and such Bylaws as may, from time to time, be enacted.

ARTICLE TEN

The names and addresses of each of the incorporators are as follows:

Dalmos Santos
620 North Spokane Street
Post Falls ID 83854

Raci Erdem
4209 North Belt
Spokane WA 99202

ARTICLE ELEVEN

The objects and purposes for which this corporation is formed is to engage in any or all

lawful business for which corporations may be organized under the Idaho Business Corporation Act. Including, but not limited to:

1) The ownership, operation, maintenance, and upkeep of a restaurant, together with maintenance and operation of all incidental and related business. The corporation shall further be empowered to conduct and operate any and all lawful business which is authorized under the laws of the State of Idaho. This corporation shall specifically not be authorized to engage in the insurance and banking businesses.

2) To build, erect, construct, lease or otherwise acquire, manage, occupy, maintain and operate appropriate facilities for all the aforesaid purposes.

3) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided, the same be consistent with the laws of the State of Idaho.

4) To borrow money and to make and issue notes, bonds, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

5) To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage, or otherwise dispose of and deal in, lands and leaseholds, and any interest, estate and rights in real property, and any personal or mixed property and any patents, franchises, rights, licenses or privileges necessary, convenient and/or appropriate for any of the purposes herein expressed.

6) To purchase, hold, sell and transfer the shares of their own capital stock for as long as such purchase shall not cause an impairment of capital; and provided, further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

7) To execute, make and perform contracts of any kind for any lawful purpose with any other corporation, firm, association or person.

8) The foregoing clauses shall be construed both as objects and powers, and the enumeration of any powers herein shall not limit or restrict in any manner the power of this corporation as may now or hereafter be conferred upon similar corporations by the laws of the State of Idaho.

IN WITNESS WHEREOF, we, the undersigned, being the incorporators hereinaabove mentioned hereunto set our hands and seals to triplicate originals hereof as of the 14th day of April, 1998.

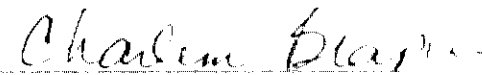

DALMOS SANTOS, Incorporator


RACI ERDEM, Incorporator

STATE OF IDAHO)
) ss
COUNTY OF KOOTENAI)

On this 14th day of April, 1998, before me, a Notary Public for the State of Idaho, personally appeared DALMOS SANTOS, known or identified to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

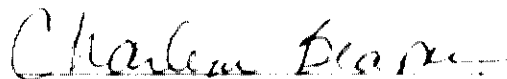
IN WITNESS WHEREOF, I have hereunto set my hand and seal the name and year in this certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing At: Post Falls
Commission Expires: 11-5-3

STATE OF IDAHO)
) ss
COUNTY OF KOOTENAI)

On this 14th day of April, 1998, before me, a Notary Public for the State of Idaho, personally appeared RACI ERDEM, known or identified to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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


NOTARY PUBLIC FOR IDAHO
Residing At: Post Falls
Commission Expires: 11-5-3