

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION

OF

SHOOTERS, 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: July 21, 1993



Pete T. Cenarrusa
Pete T. Cenarrusa
SECRETARY OF STATE
By *[Handwritten signature]*

ARTICLES OF INCORPORATION
OF
SHOOTERS, INC.

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

ARTICLE I

The name of the corporation is SHOOTERS, INC.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The purposes and objects for which this corporation is formed are as follows:

To transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, including, but not limited to:

- a. To own, conduct, operate, maintain, engage in and carry on the business of sale at retail of tobaccos, candies, nuts, soft drinks and similar or related merchandise;
- b. To own, conduct, operate, maintain, engage in and carry on a general retail beer and wine business under and in accordance with the laws of the state of Idaho governing the same, and under such licenses as shall be issued to this corporation by said state of Idaho and the applicable county or counties and/or municipality or municipalities of said state;
- c. To own, conduct, operate, maintain, engage in and carry on the business of the retail sale of liquor by the drink

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Lewiston, Idaho

under and in accordance with the laws of the state of Idaho governing the same, and under such licenses as shall be issued to this corporation by said state of Idaho and the applicable county or counties and/or municipality or municipalities of said state;

d. To own, conduct, operate, maintain, engage in and carry on the business of the operation of coin operated and other amusement devices and machines, under and as permitted by and in accordance with the laws of the state of Idaho governing the same, and under such licenses as shall be issued to this corporation by said state of Idaho and the applicable county or counties and/or municipality or municipalities of said state;

e. To own, conduct, operate, maintain, engage in and carry on any business or thing regularly, necessarily, properly or incidentally done or to be done in or related to, the conduct of any or all of the foregoing business.

ARTICLE IV

The Corporation shall have authority to issue One Thousand Five Hundred (1,500) shares of capital stock, consisting of one class and one series, being Class A stock. All shares shall have One Dollar (\$1.00) par value.

ARTICLE V

The address of the initial registered office of the corporation is 1108 Main Street, Lewiston, Idaho 83501, and the name of its initial registered agent at such address is Alicia C. Hollenbeck.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is three (3) or such other number as shall be established by the Bylaws of this corporation, and the names and addresses of the persons who are to serve as directors until the next annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
ALICIA C. HOLLENBECK	1108 Main Street Lewiston, ID 83501
RONALD S. ZAHRN	1108 Main Street Lewiston, ID 83501
JACQUELYN R. ZAHRN	1108 Main Street Lewiston, ID 83501

ARTICLE VII

The names and addresses of the incorporators are:

NAME	ADDRESS
ALICIA C. HOLLENBECK	1108 Main Street Lewiston, ID 83501
RONALD S. ZAHRN	1108 Main Street Lewiston, ID 83501
JACQUELYN R. ZAHRN	1108 Main Street Lewiston, ID 83501

ARTICLE VIII

No common stock of this corporation shall be transferred on the books of the corporation to anyone not a stockholder or an heir of a stockholder, without the written consent of all common stockholders, unless the common stock shall first be offered for sale to the corporation and secondly to each of the

other common stockholders of this corporation at a price and by a method to be determined by the rules and procedures outlined in the Bylaws of this corporation or, if not so outlined, for the fair market value of such stock. The Bylaws of this corporation shall further prescribe the rules and regulations as to the formalities and procedures to be followed in effecting the transfer of common stock to anyone other than a common stockholder. On the face of each and every certificate of stock issued by this corporation shall be printed a notice as follows: "The transferability of this stock is limited and subject to specific provisions in the Articles of Incorporation of this Corporation."

ARTICLE IX

The directors shall have the power to make and to alter or amend the Bylaws, to fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens without limit as to the amount upon the property and franchise of this corporation.

ARTICLE X

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE XI

The method and manner of holding directors' meetings and stockholders' meetings, and the authority and duties of each of the officers of the corporation, and all other matters for management and control of the corporation shall be determined by the Bylaws of this corporation and by the Laws of the State of Idaho.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate and do hereby certify that the facts herein stated are true; and we have accordingly hereunto set our hands hereto.

DATED at Lewiston, Idaho, on this 19th day of July, 1993.

INCORPORATORS:

Alicia C. Hollenbeck
ALICIA C. HOLLENBECK

Ronald S. Zahrn
RONALD S. ZAHRN

Jacquelyn R. Zahrn
JACQUELYN R. ZAHRN

STATE OF I D A H O)
: ss.
County of Nez Perce)

I, Shelley E. Rose, a notary public, do hereby certify that on this 19th day of July, 1993, personally appeared before me ALICIA C. HOLLENBECK, RONALD S. ZAHRN and JACQUELYN R. ZAHRN, who being by me first duly sworn, declared that they are the Incorporators of Shooters, Inc., that they signed the foregoing document as Incorporators of the corporation, and that the statements therein contained are true.

(SEAL)

Shelley E. Rose
Notary Public in and for the
State of Idaho, residing at
Lewiston, therein.
My Commission Expires: 5/27/98

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