



**CERTIFICATE OF INCORPORATION  
OF**

**CLASSIC FOODS, 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: **September 19, 1991**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*Elizabeth M. Zavalta*

ARTICLES OF INCORPORATION

of

CLASSIC FOODS, INC.

RECEIVED  
SEC. OF STATE

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The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

CLASSIC FOODS, INC.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of owning and operating Wendy's Franchises in the State of Idaho and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 100,000 shares, all of one class, for a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation are:

Sherwood Ricks  
565 N. 2nd E. - POB 639  
Rexburg, ID 83440

6. Directors.

The initial Board of Directors shall consist of 3 directors whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Sherwood Ricks	2958 S. 1400 W. Rexburg, ID 83440
Kent Archibald	1325 S. 200 E. Rexburg, ID 83440
Gary Archibald	1690 S. 1000 W. Rexburg, ID 83440

7. Incorporators.

The name and address of the incorporator is:

Kent Archibald  
1325 S. 200 E.  
Rexburg, ID 83440

DATED: September 13, 1991.

Kent M. Archibald  
Kent Archibald

STATE OF IDAHO,       )  
                          ss.  
County of Madison    )

On this 13th day of September, 1991, before me, the undersigned a notary Public in and for said State, personally appeared KENT ARCHIBALD, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he 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.

[Signature]  
Notary Public for Idaho  
Residing at: Rexburg, Idaho  
My Commission Expires: 11-9-93