



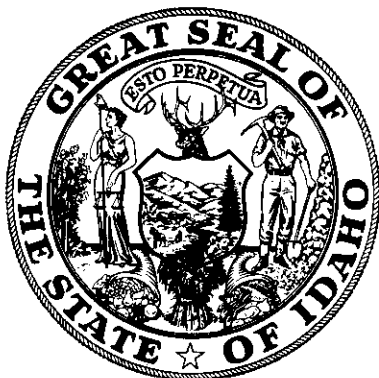
CERTIFICATE OF INCORPORATION  
OF

RICHTER'S, 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: *June 13, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

JUN 13 4 36 PM '06  
ARTICLES OF INCORPORATION

OF

RICHTER'S, INC.

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

FIRST: The name of the Corporation is RICHTER'S, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the Corporation is organized are: To own and operate a bar and cafe and any and all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 with a \$1.00 par value.

FIFTH: The transfer of the shares of the Corporation are restricted and such restriction shall be noted on the back of each outstanding certificate as follows:

"Any sale, assignment, transfer, pledge or other disposition of the shares of stock represented by this certificate is restricted by, and subject to the terms and provisions of a Shareholders' Agreement dated as of the \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_. A copy of said Agreement is on file with the Secretary of the Corporation. By acceptance of this certificate, the holder hereof agrees to be bound by the terms of said Agreement."

SIXTH: The address of the initial registered office of the Corporation is Richter's Mahogany Bar, Main Street, P. O. Box 32, Yellowpine, Idaho 83677, and the name of its initial registered agent at such address is Thomas A. Richter.

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is incorporator and who is to serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify is:

NAME	ADDRESS
Thomas A. Richter	P. O. Box 32 Yellowpine, Idaho 83677

DATED this \_\_\_\_ day of \_\_\_\_\_, 19\_\_.

  
THOMAS A. RICHTER

STATE OF IDAHO)  
                  ) ss  
County of Ada )

I, the undersigned, a notary public, do hereby certify that on this \_\_\_\_ day of \_\_\_\_\_, 19\_\_, personally appeared before me, THOMAS A. RICHTER, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

\_\_\_\_\_  
Notary Public  
Residing at:\_\_\_\_\_  
Comm. Expires:\_\_\_\_\_