

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

KELLY JO'S, INC.

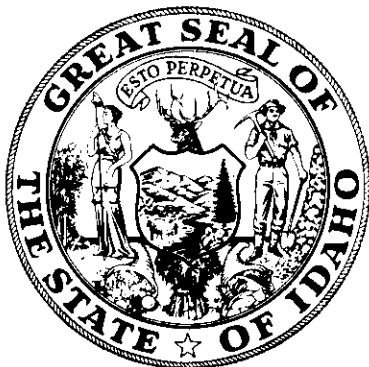
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

KELLY JO'S, INC.

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, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

JUN 13 8 55 AM '83

A R T I C L E S O F I N C O R P O R A T I O N
O F
KELLY JO'S , I N C.

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 KELLY JO'S, INC.

SECOND: The Period of its duration is perpetual.

THIRD: The Purposes for which the corporation is organized are:
To own conduct, operate, maintain and carry on the business of Tavern, restaurant and catering, and to sell and dispense foods, beverages and liquids of all kinds and to any and all things necessary and pertinent to said business.

To have one or more offices and places of business in and out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, sell, invest in and convey real and personal property both connected with said business or otherwise, and both in and out of the State of Idaho.

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 herein set forth, either along or in association with other corporation, firms or individuals, and to do ever act or thing incidental or appertanant to or growing out of or connect with aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized, and to use and apply surplus earnings or cumulative profits to the purchase or acquisition of its own capital stock, from time to time and to such extent and in such manner and upon such terms as its board of directors

ARTICLES OF INCORPORATION

shall determine.

To enter into contracts or obligations of any kind or type essential, necessary or proper to the transaction and conduct of its ordinary affairs for the purpose of the corporation; to contract and hire labor necessary or convenient to the conducting and operation of said business, and to do any and all things regularly, necessarily, properly or incidentally done in the conduct of said business, and to have all the power to generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform, connected with the general overall objects and purposes for which this corporation is formed.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is FIVE HUNDRED (500) all of which shall have a par value of ONE HUNDRED DOLLARS (\$100.00) each.

FIFTH: The address of the initial registered office of the corporation is 1410 21st Street, Lewiston, Idaho 83501.

SIXTH: The name of the initial registered agent of said Corporation at its registered office is DENNIS R. HILL.

SEVENTH: The number of directors of the initial board of directors is Three (3), and the names and addresses of the persons to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Dennis R. Hill	323 Third Avenue Lewiston, Idaho 83501
Michael G. Hill	307 Gladiola Drive Springlake, North Carolina 28390
Cheryl Hill	307 Gladiola Drive Springlake, North Carolina 28390

EIGHTH: The name and address of each Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Dennis R. Hill	323 Third Avenue Lewiston, Idaho 83501

ARTICLES OF INCORPORATION

Michael G. Hill

307 Gladiola Drive
Springlake, North Carolina 28390

Cheryl Hill

307 Gladiola Drive
Springlake, North Carolina 28390

DATED this 8th day of June, 1983.

Dennis R. Hill
Dennis R. Hill

Michael G. Hill
Michael G. Hill

Cheryl Hill
Cheryl Hill

STATE OF I D A H O)

County of Nez Perce)

ss.

On this 8th day of June, 1983, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared DENNIS R. HILL, known to me to be the person whose name is subscribed to the within Articles of Incorporation, 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 above written.

Joseph C. Adams
Notary Public in and for the State of
Idaho, residing at Lewiston, therein.

STATE OF ~~NORTH CAROLINA~~)

County of Nez Perce)

ss.

On this 8th day of June, 1983, before me, the undersigned, a Notary Public in and for the State of North Carolina, personally appeared MICHAEL G. HILL and CHERYL HILL, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, 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 above written.

Joseph C. Adams
Notary Public in and for the State of
North Carolina, residing at Lewiston

ARTICLES OF INCORPORATION