

ARTICLES OF INCORPORATION FOR THE IDAHO CORPORATION PH 2:23

CROOKS', INC.

STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

That the name of the Corporation shall be CROOKS', INC.

ARTICLE II

The Corporation is formed for the purpose of the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The names and addresses of the incorporators and the number of shares subscribed by each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
Sherwin Millar Crooks	1413 N 1000 E, Shelley, ID 83274	1
Bonita C. Hanson	179 N Milton, Shelley, ID 83274	1
Virginia Palmer	1090 Cassia Ave., Idaho Falls, ID 83402	1

ARTICLE V

The stock of the Corporation shall be of one class, common, which shall not be subject to assessment for any reason.

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ARTICLE VI

The location of the initial registered office of the Corporation shall be in Bingham County, Idaho, at: 1413 N 1000 E, Shelley, ID 83274.

ARTICLE VII

The initial registered agent of this Corporation shall be: Sherwin Millar Crooks, 1413 N 1000 E, Shelley, ID 83274.

ARTICLE VIII

The Board of Directors shall consist of four (4) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, that the number of directors constituting the Board shall not be less than three (3) nor more than nine (9).

The names and addresses of the directors constituting the initial Board of Directors, who shall serve as directors until the next annual meeting or until their successors are elected and qualify, are: Sherwin Millar Crooks, Geniel C. Fife, Bonita C. Hanson, and Virginia Palmer.

ARTICLE IX

The Board of Directors by a majority vote shall have the power to repeal and amend the By-Laws and to adopt new By-Laws.

ARTICLE X

No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the shares of the capital stock of such corporation is owned by the Corporation, and no act of the Corporation shall be in any way affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are the directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction off the Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors, or a majority thereof, any director of the Corporation which is also a director or officer of such other corporation

which shall authorize such contract or transaction, with like force and effect, as if he were not such director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 17th day of October, 2002.

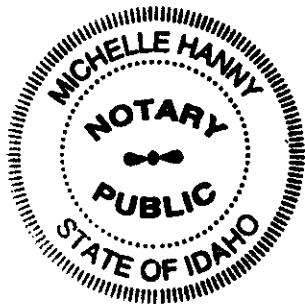
Sherwin M Crooks
Sherwin Millar Crooks

Bonita C. Hanson
Bonita C. Hanson

Virginia Palmer
Virginia Palmer

STATE OF IDAHO)
: ss.
County of Bingham)

On this 17th day of October, 2002, before me, the undersigned, a Notary Public for Idaho, personally appeared Sherwin Millar Crooks, Bonita C. Hanson, and Virginia Palmer, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.



Michelle Hanny
Notary Public for Idaho
Residing at:
2054 Kearney
Idaho Falls, ID
83401