

**FILED**

**98 MAR 10 AM 8:37**

**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
STATE OF IDAHO

**KNOW ALL MEN BY THESE PRESENTS**, That I, the undersigned being a person of full age and being a citizen of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of Idaho, do hereby certify that:

**FIRST:** The name of the corporation is **GINO'S ITALIAN RISTORANTE, INC.**

**SECOND:** The purposes for which said corporation is formed is to conduct a restaurant business or for any other lawful purpose.

**THIRD:** The corporation is to have perpetual existence.

**FOURTH:** The corporation will do all banking transactions from First Security Bank, Downtown Branch, Boise, Idaho.

**FIFTH:** The location and address of the registered office of the corporation is 150 N. 8th St., Ste. 221, Boise, Idaho, 83702, and the name of its initial registered agent is at such address and is **DONALD A. LASSAW**.

**SIXTH:** The total authorized number of shares which the corporation shall have authority to issue is 10,000 shares, all of one class, no par value.

**SEVENTH:** The number of incorporators/directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to

**ARTICLES OF INCORPORATION - 1**

IDAHO SECRETARY OF STATE  
02/26/1998 09:00  
PERSONS WHO ARE TO  
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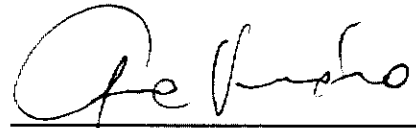
serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

PRESIDENT/  
TREASURER                      GINO VUOLO  
                                         962 N. Allumbaugh St., #302  
                                         Boise, Idaho 83704


VICE PRESIDENT/  
SECRETARY                      TIA VUOLO  
                                         962 N. Allumbaugh St., #302  
                                         Boise, Idaho 83704

EIGHTH: This shall be considered as a "C" Corporation and shall remain so unless the board of directors and stockholders decide to change that status with a majority vote.

Dated: March   7  , 1998.

  
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Gino Vuolo

Dated: March   7  , 1998.

  
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Tia Vuolo