



CERTIFICATE OF INCORPORATION
OF

PIZZA HUT OF COEUR D'ALENE, INC.

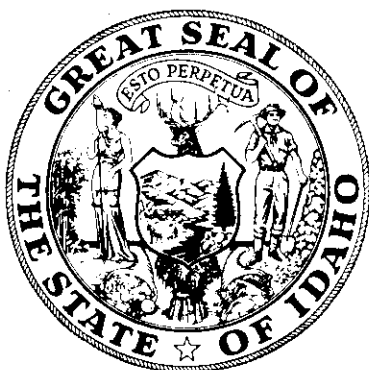
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

PIZZA HUT OF COEUR D'ALENE, 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: **January 12, 1983**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION PM 2 11
SECRETARY OF
STATE
PIZZA HUT OF COEUR D'ALENE, INC.
SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, in order to form a corporation, pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of this corporation shall be PIZZA HUT OF COEUR D'ALENE, INC.

ARTICLE II

The period of existence and duration of the life of this corporation shall be perpetual.

ARTICLE III

This corporation is formed to carry out any lawful purpose and shall have all the powers allowed by the laws of the State of Idaho.

ARTICLE IV

The capital stock of this corporation shall be divided into 8,000 shares of non-assessable common stock without par value.

ARTICLE V

The principal place of business of this corporation shall be in the City of Coeur D'Alene, County of Kootenai, State of Idaho. Thomas L. Gotschall is the registered agent and the address of the registered office of this corporation is 212 West Apple Way, Coeur D'Alene, Idaho 83814.

ARTICLE VI

The name and post office address of the incorporator is Thomas L. Gotschall, 212 West Apple Way, Coeur D'Alene, Idaho 83814.

ARTICLE VII

The management of this corporation shall be vested in a board of not less than one director and a maximum number as may be fixed by the Bylaws. Other than the first director of the corporation, the directors shall be elected at the annual meeting of the stockholders to be held at a time and place designated by the Bylaws. The first director of this corporation is:

THOMAS L. GOTSCHALL, 212 West Apple Way,
Coeur D'Alene, Idaho 83414

ARTICLE VIII

The Board of Directors of this corporation by a majority vote shall have the power to repeal or amend the Bylaws thereof, and to adopt a new code of Bylaws if in their discretion that becomes proper.

ARTICLE IX

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

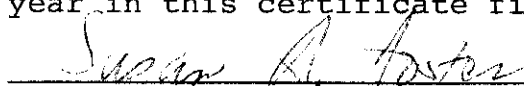
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of December, 1982.


THOMAS L. GOTSCHALL

STATE OF IDAHO)
) ss.
County of Ada)

On this 6th day of December, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared THOMAS L. GOTSCHALL, 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.


NOTARY PUBLIC FOR IDAHO
Residence: Boise, Idaho

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SECRETARY OF
STATE
Secretary of State
Capitol Building
Boise, Idaho 83707


Re: Pizza Hut of Coeur
D'Alene and Pizza
Hut of Moscow

Gentlemen:

The undersigned an Idaho corporation in good standing hereby gives its consent to the filing of Articles of Incorporation in the State of Idaho for the above named two corporations.

Yours very truly,

PIZZA HUT OF IDAHO, INC.

By 
Gerald A. Waller, President