

**ARTICLES OF INCORPORATION  
OF  
BON VIVANT ENTERPRISES, INC.**

**FILED EFFECTIVE**

2007 MAR 29 AM 8:53

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned executes the following Articles of Incorporation for the purpose of forming a corporation under the Idaho General Business Corporation statute (Title 30, chapter 1, Idaho Code.)

**Article 1  
Name**

The name of this corporation is BON VIVANT ENTERPRISES, INC.

**Article 2  
Authorized Capital Stock**

This corporation will have authority to issue 10,000 shares of a single class of common stock without par value.

**Article III  
No Preemptive and Cumulative Rights**

Shareholders of this corporation shall have no preemptive rights to acquire additional shares issued by the corporation.

Shareholders of this corporation shall have no cumulative rights to acquire additional shares issued by the corporation.

**Article IV  
Director Liability**

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for conduct as a director except for liability of the director for (i) acts or omissions that involve intentional misconduct or a knowing violation of law by the director, (ii) conduct which violates IC 30-1-833, pertaining to unpermitted distributions to shareholders or loans to directors, or (iii) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. If the Idaho General Business Corporation statute is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Idaho General Business Corporation statute, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

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**Article V**  
**Indemnification**

The corporation shall indemnify its directors against all liability, damage, or expense resulting from the fact that such person is or was a director, to the maximum extent under all circumstances permitted by law; except that the corporation shall not indemnify a director against liability, damage, or expense resulting from the director's gross negligence.

**Article VI**  
**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in any manner now or subsequently permitted by statute. All rights of shareholders of the corporation and all powers of directors of the corporation are granted subject to this reservation.

**Article VII**  
**Initial Directors**

The initial Board of Directors of this corporation consists of the parties named below. The names and addresses of such directors are as follows:

<i>Name</i>	<i>Address</i>
George C. Balling	7555 Sonoma Highway Santa Rosa, CA 95409
Mary L. Lancaster	7555 Sonoma Highway Santa Rosa, CA 95409

The initial directors shall serve until the next annual meeting of shareholders or until the election and qualification of their successors. The number of directors constituting the Board of Directors of this corporation and the classes of directors may be increased, decreased, or modified, respectively, from time to time in the manner specified in the Bylaws of this corporation.

**Article IX**  
**Registered Office and Agent**

The street address of the corporation's initial registered agent is 1200 Ironwood Drive, Suite 315, Coeur d'Alene, ID 83814.

Paul D. Fitzpatrick is the corporation's initial registered agent at such office.

**Article X  
Incorporator**

The name and address of the incorporator is as follows:

*Name*

*Address*

George C. Balling

7555 Sonoma Highway  
Santa Rosa, CA 95409

DATED 21 day of March, 2007.

  
\_\_\_\_\_  
GEORGE C. BALLING, Incorporator

### CONSENT TO SERVE AS REGISTERED AGENT

**PAUL D. FITZPATRICK** hereby consents to serve as Registered Agent in the State of Idaho for the following corporation: **BON VIVANT ENTERPRISES, INC.** I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer(s) of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

Dated: March 22, 2007.

By   
**PAUL D. FITZPATRICK**

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