

**FILED**

**RESTATED ARTICLES OF INCORPORATION**

**OF**

**THE BUZZZZ SHOP, INC.  
now known as THE BUZZ SHOP, INC.**

89 JUL 28 AM 9:13  
SECRETARY OF STATE  
STATE OF IDAHO

99 JUL 16 AM 8:57

SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the Resolution adopted by the officers (there being no Board of Directors) of The Buzzzz Shop, Inc., and voted for by all shareholders, being Martin Nielsen, Melanie Nielsen, and Gerald Bailey, at a special meeting, the corporation having issued 100 shares of one class of common stock, the amendment was unanimously approved by said three shareholders owning all 100 shares of the only class of common stock entitled to vote on the amendment, the corporation's Articles of Incorporation are hereby restated, with the following paragraphs from the corporation's Articles of Incorporation being amended as follows:

Paragraph 1 of the original Articles are hereby amended to state as follows:

1. NAME: The name of the corporation is THE BUZZ SHOP, INC.

These Restated Articles of Incorporation hereby correctly set forth without change the following paragraphs of the original Articles, being paragraphs Two through Six:

2. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) shares of no par value common stock.

3. BUSINESS AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By-Laws, including restrictions on the transfer of shares.

SECRETARY OF STATE

87/28/1999 09:00  
CT: 1166 IN: 237351

1 0 30.00 = 30.00 AMEND PROF 0 2

C 125133

4. REGISTERED AGENT AND OFFICE: The initial registered agent is:

Martin L. Nielsen

and the initial registered office is:

408 E. Oak Street, Pocatello, Idaho 83201

5. BOARD OF DIRECTORS: There shall be no Board of Directors. The powers and duties conferred or imposed upon the Board of Directors by the Idaho Business Corporation Act shall be exercised or performed by the officers of the corporation elected by the shareholders as provided by the corporation's by-laws.

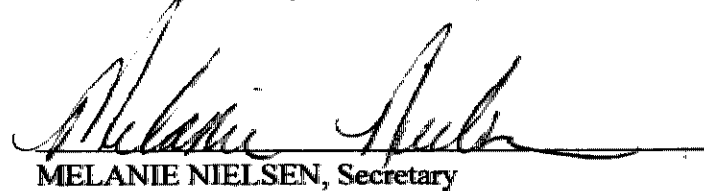
6. INCORPORATORS: The names and addresses of each incorporator is:

Martin L. Nielsen, 408 E. Oak Street, Pocatello, Idaho 83201.

These Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.

DATED this 22 day of June, 1999.

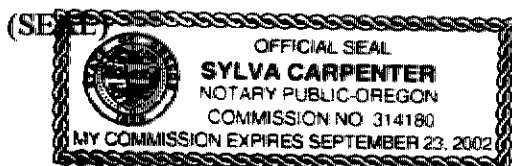
  
GERALD BAILEY, President

  
MELANIE NIELSEN, Secretary

Oregon  
STATE OF WASHINGTON )

: SS  
County of Multnomah

On this 2<sup>nd</sup> day of July June, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared Gerald Bailey, who being by me first duly sworn, declared that he is the President of THE BUZZ SHOP, INC., formerly known as THE BUZZZZ SHOP, INC. that they signed the foregoing document as President of the corporation, and that the statements therein contained are true.



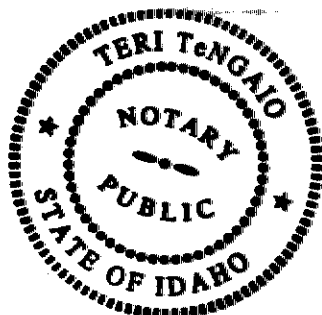
[Signature]  
NOTARY PUBLIC FOR WASHINGTON Oregon  
Residing at  
My Commission Expires: 9-23-02

STATE OF IDAHO )

: SS  
County of Bannock

On this 22<sup>nd</sup> day of June, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared Melanie Nielsen, who being by me first duly sworn, declared that she is the Secretary of THE BUZZ SHOP, INC., formerly known as THE BUZZZZ SHOP, INC. that they signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.

(SEAL)



Teri Tengabo  
NOTARY PUBLIC FOR IDAHO  
Residing at  
My Commission Expires: 12/29/04