

**ARTICLES OF INCORPORATION**

**OF**

**TOAST OF THE TOWN, INC.**

2002 SEP -9 PM 2: 08

STATE  
IDHO

KNOW ALL MEN BY THESE PRESENTS, that I, Debbie M. Edmiston, the undersigned, being of full age and a citizen of the United States, and of the State of Idaho, this day, for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify that:

**ARTICLE I.**

The name of the corporation shall be TOAST OF THE TOWN, INC.

**ARTICLE II.**

The purposes for which the corporation is organized shall be, and include, the transaction of any and all lawful business for which a corporation may be incorporated under "The Idaho Business Corporation Act." The corporation will be a broad purpose corporation and specifically for sale of food products and will do all things for which a corporation is authorized to do in the State of Idaho.

**ARTICLE III.**

The corporation shall have perpetual existence.

IDAHO SECRETARY OF STATE  
09/10/2002 05:00  
CK: 83463 CT: 163383 DH: 487241  
1 @ 100.00 = 100.00 CORP # 2

C145407

#### **ARTICLE IV.**

The location and mailing address of the registered office in this State shall be 417 North Henry Street, Post Falls, Idaho 83854 and the initial registered agent is Debbie M. Edmiston at the same address.

#### **ARTICLE V.**

There shall be only one class of capital stock of this corporation, which shall be designated as common stock, and such common stock shall be and consist of 1000 shares with \$1.00 par value.

#### **ARTICLE VI.**

The number of directors constituting the initial Board of Directors of the corporation shall be 2 persons. The number of directors and officers may from time to time be fixed by the By-Laws of the corporation at any number.

The name, address, and telephone number of the initial directors are:

Sherry J. Morrison  
417 N. Henry St. #3  
Post Falls, ID 83854  
(208) 755-9666

Debbie M. Edmiston  
417 N. Henry St. #2  
Post Falls, ID 83854  
(208) 773-4914

## **ARTICLE VII.**

The address of the incorporator of the corporation in the State of Idaho is 417 N. Henry St. #2, Post Falls, Idaho 83854, and the incorporator at said address is Debbie M. Edmiston.

## **ARTICLE VIII.**

Subject to the power of the shareholders to amend, alter, or repeal, the Board of Directors of this corporation shall have the power to amend such By-Laws defining the powers and duties of the officers in the corporation and providing for such other matters regarding its affairs that they deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho, or these Articles of Incorporation.

## **ARTICLE IX.**

An amendment altering the Articles of Incorporation of this corporation in any respect may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as law requires.

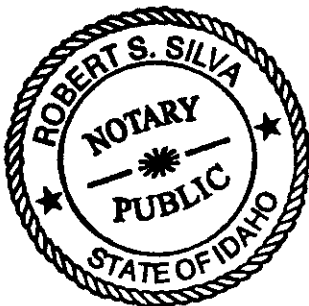
IN WITNESS WHEREOF, the incorporator has executed this instrument, in duplicate, at Post Falls, Idaho, on this 5<sup>th</sup> day of September, 2002.

Debbie M. Edmiston  
DEBBIE M. EDMISTON

STATE OF IDAHO       )  
                                  ) ss.  
County of Kootenai    )

On this 5 day of SEPT., 2002, before me, a notary public in and for said State, personally appeared DEBBIE M. EDMISTON, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same, and that she is a person of lawful age and a citizen of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Robert S. Silva  
Notary Public in and for Idaho  
Residing at: POST FALLS  
My Commission Expires: 6-15-2004