



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

WALKER'S CAFE, INC.

was filed in the office of the Secretary of State on the **Fifteenth** day
of **December,** A.D. One Thousand Nine Hundred **Sixty-four** and
~~will be~~ duly recorded on ~~Film-No-microfilm~~ Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual existence from the date hereof, with its registered office in this State located at

Bigby

in the County of

Jefferson.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **15th** day of **December**,
A.D., 19 **64.**

Secretary of State.

ARTICLES OF INCORPORATION

WALKER'S CAFE, INC.

1 KNOW ALL MEN BY THESE PRESENTS:

2 That we, the undersigned, all of whom are bona fide, natural
3 born citizens of the United States of America do, under and in pur-
4 suance of the general corporation laws of the State of Idaho, hereby
5 organize, constitute and associate ourselves, and such other persons
6 as may hereafter become associated with us, into a body politic and
7 corporation, and to that end execute the following ARTICLES OF INCOR-
8 PORATION, and we hereby set forth and declare as follows:

9 I

10 That the name of this corporation is, and shall be, WALKER'S
11 CAFE, INC.

12 II

13 That the period of the existence of this corporation shall be
14 perpetual.

15 III

16 That the principal office of this corporation shall be located
17 at Rigby, Jefferson County, Idaho, and that other offices for the
18 transaction of the business of said corporation shall be established
19 by the Board of Directors from time to time, both within and outside
20 of the State of Idaho, and that the meetings of the Board of Directors
21 may be had pursuant to the provisions of the By-laws either at the
22 principal office or at such other places as By-laws shall provide.

23 IV

24 The purposes for which this corporation is formed are as fol-
25 lows:

- 26 a. To engage in a general cafe business catering to the pub-
27 lic and private groups in providing all kinds of food and
28 drink for their consumption.
- 29 b. To conduct and carry on the business of growing marketing
30 and harvesting of all kinds of foodstuffs, together with any
31 feeds for all livestock or other animals and fowl.
- 32 c. To engage in the wholesale purchase and sale of food and
supplies, furniture and equipment.

d. To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage or otherwise dispose of, and to invest, trade and deal in and with real property, and any and all interests therein.

e. To invest the capital of the company for any of the purposes aforesaid, and in the building or otherwise improving or adding to the marketable value of the lands or other properties from time to time acquired by the company.

f. To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal or body politic and with the Government of the United States, or any state, territory or colony thereof, or any foreign government.

g. To lend money and to negotiate and make loans, either on its own account or as agent or broker for others.

h. In general, but in connection with the foregoing, the company may carry on any other business, whether construction, manufacturing, mining or otherwise, and have and exercise all the powers conferred by the laws of Idaho upon corporations formed under the laws of said State; it being hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the company.

V

The corporate powers, business and property of the company shall be exercised, conducted and controlled by the Board of Directors, who shall have the power to repeal and amend and adopt new By-laws of and for the company and to hold their meetings pursuant to the provisions of the By-laws, and at such places and at such times as the Board of Directors may, by resolution direct, or by act of the Board may fix, both within, and outside of the State of Idaho.

VI

That the amount of the authorized capital stock of this corporation shall be One Hundred Thousand and no/100 (\$100,000.00) Dollars divided into One Thousand (1000) shares of the par value of One Hundred and no/100 (\$100.00) Dollars per share.

VII

That the amount of said capital stock, i. e., One Thousand (1000) shares, shall be non-assessable.

VIII

The amount of said capital stock that has been actually subscribed is three (3) shares, and the names and residences of the per-

sons who have subscribed therefore, and the number of shares sub-
scribed by each, are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NO. SHARES</u> |
|-----------------|----------------|-------------------|
| M. W. Walker | Rigby, Idaho | one |
| M. Clyde Walker | Rigby, Idaho | one |
| Doyle W. Walker | Rigby, Idaho | one |

That the foregoing named incorporators are all persons of full
age, and fully competent and that all of them are citizens of the
United States of America.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
the 19th day of November, 1964.

M. W. Walker
M. Clyde Walker
Doyle W. Walker

STATE OF IDAHO)
County of Jefferson) ss.

On this 19th day of November, 1964, before me, the undersigned,
a Notary Public in and for the said County and State, personally
appeared M. W. WALKER, M. CLYDE WALKER and DOYLE W. WALKER, known
to me to be the persons whose names are subscribed to the foregoing
instrument and acknowledged to me that they executed the same.

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

Simon R. Roney
Notary Public for Idaho
Residing at Rigby, Idaho
My Commission Expires: 9-19-67