



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

JM KITCHENS, 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 the above named corporation, 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: MARCH 11, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION RECEIVED
OF SEC. OF STATE

JM KITCHENS, INC. 81 MAR 11 AM 9 00

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being of full age and citizens of the United States, do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and we certify in writing:

ARTICLE I
NAME

The name of the corporation shall be JM Kitchens, Inc.

ARTICLE II
PURPOSE AND POWERS

The purposes for which this corporation is formed are to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act or by any lawful powers and privileges incidental, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

ARTICLE III
DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

ARTICLE IV
REGISTERED OFFICE

The registered office of the corporation in the State of Idaho shall be located at 767 2nd Avenue West, Twin Falls, Idaho 83301. The post office address of the registered office of the corporation in the State of Idaho, County of Twin Falls, shall be 767 2nd Avenue West, Twin Falls, Idaho 83301. Jeffrey W. Martin shall be the registered agent at the address set forth above.

**ARTICLE V
CORPORATE STOCK**

The aggregate number of common shares which the corporation shall have authority to issue is 1,000, all of which shall have a par value of 0.

**ARTICLE VI
INCORPORATORS**

Following are the names and post office addresses of the incorporators:

NAMES	ADDRESSES
Jeffrey W. Martin	Highlawn Drive Twin Falls, Idaho 83301
Jo Ellen Martin	Highlawn Drive Twin Falls, Idaho 83301

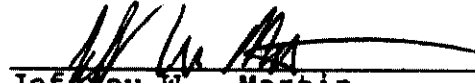
**ARTICLE VII
MANAGEMENT**

The business of the corporation shall be managed by a board of at least 3 directors, except that if all of the shares of the corporation are owned beneficially and of record by either 1 or 2 stockholders, the number of directors may be less than 3 but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as the board of directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

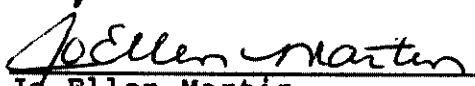
**ARTICLE VIII
BY-LAWS**

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

Dated this 8 day of March, 1991.



Jeffrey W. Martin




Jo Ellen Martin

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 8 day of March, 1991, before me, the undersigned, a notary public in and for said county and state, personally appeared Jeffrey W. Martin, known to me to be the person whose name is subscribed to the foregoing 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
Residing at: Twin Falls ID
My Commission Expires: 2-6-94

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 8 day of March, 1991, before me, the undersigned, a notary public in and for said county and state, personally appeared Jo Ellen Martin, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she 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
Residing at: Twin Falls ID
My Commission Expires: 2-6-94