

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

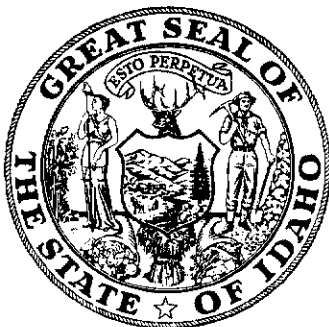
ZOE, INC.

File number C 111969

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: September 8, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Sibel*

SEP 2 10 11 AM '95

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
ZOE, INC.**

IDAHO SECRETARY OF STATE

9/8/95 9:00:00 AM

Customer # 49336

VC56012653 15394

CORPORATION PROFIT

1 @ 100.00 = 100.00

In order to organize a corporation for profit under the Idaho Business Corporation Act, the undersigned, a natural person of adult age and a citizen of the United States, hereby adopts the following ARTICLES OF INCORPORATION.

1. The name of the corporation is Zoe, Inc.
2. The period of its duration is perpetual.
3. The purpose of the corporation is to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. The corporation is authorized to issue up to ONE THOUSAND (1,000) shares of capital stock, all of one class, of no stated par value.
5. The internal affairs of the corporation shall be governed by Bylaws adopted by at least a majority vote of the Board of Directors.
6. Transfer of shares shall be restricted by a requirement that before any shares can be transferred they must first be offered for sale to the corporation and other shareholders, as more fully set forth in the Bylaws.
7. The address of the initial registered office of the corporation is: 607 Main Street (Post Office Box 235), Kendrick, Idaho 83537. The name of its initial registered agent at that address is: Zoe Foster.
8. The number of directors of the corporation shall be as specified in the Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws. The initial Board of Directors shall consist of three directors, whose names and addresses are set forth below and who shall serve until their successors are elected at a duly constituted meeting of shareholders:

Zoe Foster

605 Main Street
Kendrick ID 83537

Barbara Foster

1700 Cedar Ridge Road
Kendrick ID 83537

Marvin Foster

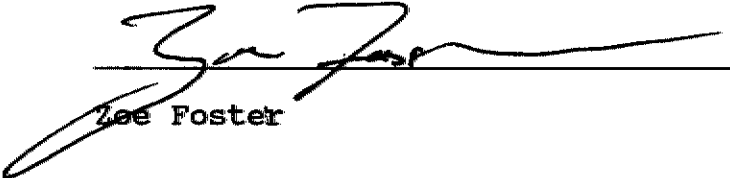
1700 Cedar Ridge Road
Kendrick ID 83537

9. There is one incorporator, whose name and address are as follows:

Zoe Foster

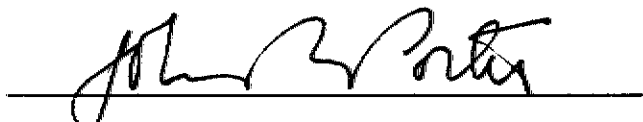
605 Main Street
Kendrick ID 83537

Dated September 6, 1995.


Zoe Foster

STATE OF IDAHO)
) SS.
COUNTY OF LATAH)

On this 6th day of September, 1995, before me, a Notary Public, personally appeared Zoe Foster, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same.


Notary Public for Idaho
Commission expires 2-14-98