



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

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 _____

_____ ,
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 December 17, 19 70.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

DEC 17 AM 8 48

NOV 15 AM 6 30

SECRETARY OF STATE

ARTICLES OF INCORPORATION

HEADQUARTERS RECREATION CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, each being a natural person of full age and citizens of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, Idaho Code, Title 30, and we do hereby certify, declare and adopt the following Articles of Incorporation.

I.

NAME: The name of this corporation shall be HEADQUARTERS RECREATION CENTER, INC.

II.

DURATION: The period of existence and duration of the life of this corporation shall be perpetual.

III.

PURPOSE: The nature of the business and the object and purpose of this corporation shall be as follows:

(a) To engage in the restaurant and retail sale of liquor business, to provide entertainment, games, foods, drink and refreshments to patrons.

(b) To acquire real and personal property by purchase, lease or otherwise for the purpose of carrying on the business described in (a) above, or for any other lawful purpose.

(c) To engage in any one or more other business or transactions which the Board of Directors of this corporation may, from time to time, authorize or approve, whether related or unrelated to the businesses described in (a) and (b) above, or to any other business then or theretofore done by this corporation.

(d) To have and to exercise all powers now or hereafter conferred by the laws of the State of Idaho upon corporations organized under the laws under which this corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(e) To act as principal, agent, joint venturer, partner, or in any other capacity which may be authorized or approved by the Board of Directors of this corporation; and

(f) To transact business in the State of Idaho or in any other jurisdiction of the United States of America or elsewhere in the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

IV.

CAPITAL STOCK: That the total authorized number of par value shares of this corporation shall be 3,500 each of a par value of ONE HUNDRED AND NO/100 (\$100.00) and of the aggregate par value of

\$350,000.00, which said shares shall be common stock and shall not be subject to assessment.

V.

REGISTERED AGENT: The name and address of the registered agent of the above named corporation is:

Robert W. Richel, Headquarters Cafe, Main Street, Pierce, Idaho 83546

The address of the initial registered office is:

Headquarters Cafe, Main Street, Pierce, Idaho 83546

VI.

BOARD OF DIRECTORS: The first Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, that the number of directors constituting a Board shall not be less than One (1) nor more than three (3). The names and post office addresses of each of the Directors are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert W. Richel	P. O. Box 236, Pierce, Idaho 83546
Margaret P. Richel	P. O. Box 236, Pierce, Idaho 83546
Darrell Gene Richel	P. O. Box 236, Pierce, Idaho 83546

VII.

INCORPORATORS: The names and post office addresses of each of the incorporators are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert W. Richel	P. O. Box 236, Pierce, Idaho 83546
Margaret P. Richel	P. O. Box 236, Pierce, Idaho 83546
Darrell Gene Richel	P. O. Box 236, Pierce, Idaho 83546

IN WITNESS WHEREOF, we have signed triplicate originals of these Articles this 1st day of November, 1979.

Robert W. Richel
Robert W. Richel

Margaret P. Richel
Margaret P. Richel

Darrell Gene Richel
Darrell Gene Richel

STATE OF IDAHO)
County of Blaine) ss.

On this the 1st day of November 1979, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT W. RICHEL, MARGARET P. RICHEL and DARRELL GENE RICHEL, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

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

Lois Marie Vandepool
Notary Public for Idaho
Residing at: Picure