

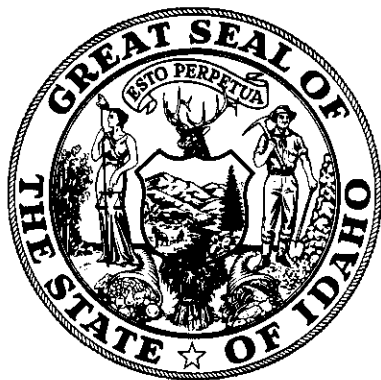
CERTIFICATE OF INCORPORATION  
OF

BURGER 'N BREW, 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: **December 31, 1985**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*Shirley J. Clark*

ARTICLES OF INCORPORATION

OF

BURGER 'N BREW, INC.

DEC 31 1 32 PM '85  
SECRETARY OF STATE

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is BURGER 'N BREW, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 5,000, \$1.00 par value.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are the By-Laws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is 1233 Broadway Avenue, Boise, Idaho 83706 and the name of its initial registered agent at such address is Edmond Gaiennie.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is 2, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

EDMOND GAIENNIE

1233 Broadway Avenue  
Boise, Idaho 83706

KAREN GAIENNIE

1233 Broadway Avenue  
Boise, Idaho 83706

ARTICLE IX

The name and address of each incorporator is:

NAME

ADDRESS

EDMOND GAIENNIE


1233 Broadway Avenue  
Boise, Idaho 83706

KAREN GAIENNIE

1233 Broadway Avenue  
Boise, Idaho 83706

DATED DEC 31<sup>ST</sup>, 1985.

  
EDMOND GAIENNIE

  
KAREN GAIENNIE