

ARTICLES OF INCORPORATION
OF
HOLCOMB'S ROUNDUP, INC.
an Idaho Corporation

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, at least two-thirds of whom are all full age citizens of the United State, this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

ARTICLE I.

The name of this corporation shall be HOLCOMB'S ROUNDUP, INC.

ARTICLE II.

The purposes for which this corporation is formed are as follows:

A. To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or otherwise acquire, manufacture, market, prepare for market, sell, dispense, deal in, and deal with, import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

B. To conduct the business of a filling and service station, which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor
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fuel or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description, and other articles and items of interest useful to or desirable for patrons of such a filling station; the washing polishing, and storing of motor vehicles; and such other business as is usual, proper, and necessary in such enterprise.

C. To establish, purchase, lease as lessee, or otherwise acquire, to own, operate and maintain, and to sell, mortgage, lease as lessor, and otherwise dispose of retail stores or departments therein, and to conduct a general merchandising business therein.

D. To generally engage, in, do and perform any enterprise, act, or vocation that a natural person might or could do.

E. To purchase, or acquire through the issuance of its capital stock, or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, sub-divide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and generally deal in any and all lands, improved and unimproved, dwelling houses, apartment houses, motels, boarding houses, business blocks, office buildings, trade centers, manufacturing works and plants, and other buildings of any kind and the products and avails thereof, and any and all other property of any and every kind or description, real, personal and mixed, wherever situated.

F. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes, or any part or parts thereof, provided the same not be inconsistent with the laws under which this corporation is organized.

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ARTICLE III.

This corporation shall have perpetual existence.

ARTICLE IV.

The location and post office address of the registered office in this state and principle place of business shall be Moyie Springs, County of Boundary, State of Idaho.

ARTICLE V.

The amount of capital stock of said corporation shall be Twenty-five Thousand and no/100 (\$25,000.00) Dollars, divided into twenty-five hundred (2500) shares, each of the value of \$10.00 per share. All of said stock shall be common stock and non-assessable, having equal voting rights, powers, preferences and restrictions.

ARTICLE VI.

The name and post office address of each of the incorporators, and the number of shares of common stock described in Article V., subscribed by each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Homer H. Holcomb	Moyie Springs, Idaho	1
Priscilla Holcomb	Moyie Springs, Idaho	1
James H. Hill	Moyie Springs, Idaho	1

ARTICLE VII.

The number of directors of this corporation shall not be less than three nor more than five. The number of directors, qualifications, terms of office, manner of election, and the powers and duties of the directors shall be further officered by a President, Vice-President and Secretary-Treasurer, all of whom shall be elected by the Board of Directors and shall hold office and have the powers to be specified in the By-Laws of this corporation.

ARTICLE VIII.

The names, addresses and terms of office of the first dir-

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ectors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM OF OFFICE</u>
Homer H. Holcomb	Moyie Springs, Idaho	1 year or until successor elected
Priscilla Holcomb	Moyie Springs, Idaho	1 year or until successor elected
Ruth E. Allie	Moyie Springs, Idaho	1 year or until successor elected

ARTICLE IX.

Subject to the power of the shareholders by simple majority to amend, alter or repeal, the Board of Directors of this corporation shall have the power to define the powers and duties of the officers of the corporation, and provide for such other matters adjacent to its affairs that they may deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho or these Articles of Incorporation.

ARTICLE X.

An amendment altering the Articles of Incorporation of this corporation, in any respect, may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as the law requires.

IN WITNESS WHEREOF, the incorporators have executed this instrument on this 14th day of July, 1966.

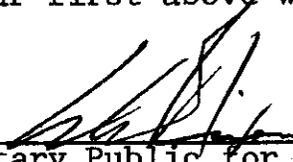
James Henry Hill
Homer H Holcomb
Priscilla M. Holcomb

STATE OF IDAHO)
)
 County of Boundary) ss.

On this 14th day of July, 1966, before me, the under-
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signed, a Notary Public in and for said state, personally appeared HOMER H. HOLCOMB, PRISCILLA HOLCOMB and JAMES H. HILL known to me to be the persons named in and who executed 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 the day and year first above written.



Notary Public for Idaho
Residing at Bonners Ferry
Com. Exp.: 6/25/68