

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, J. D. (CY) PRICE, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

RUPERT CAFE, INC.

was filed in the office of the Secretary of State on the **twenty-fifth** day
of **April** A.D. One Thousand Nine Hundred **forty-nine** and
duly recorded on Film No. **20** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,
Annotated.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for **fifty**

years from the date hereof, with its registered office in this State located at

Rupert

in the County of

Minidoka

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed

the Great Seal of the State. Done at Boise City,

the Capital of Idaho, this **twenty-fifth** day

of **April**, in the year of our Lord

one thousand nine hundred **forty-nine**,

and of the Independence of the United States of

America the One Hundred **Seventy-third**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
RUPERT CAFE, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being of legal age and citizens of the United States of America and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, and we do hereby certify:

1st. That the name of this corporation shall be the RUPERT CAFE, INC., of Rupert, Idaho.

2nd. That the purposes for which it is formed are to conduct and carry on a general restaurant business, and for wholesale and retail of all food products, for the retail of beer and light drinks, and any other drinks or bars that may be deemed to be advantageous to conducting and carrying on of said restaurant business; to handle and conduct floor shows, dances, entertainments; to own, operate automobiles, busses, taxicabs, trucking lines necessary to or advantageous to conducting and carrying on of said business; to lease, rent or acquire garage storage space for trucks; to lease, rent, own or acquire motels, tourist cabins that may be advantageous to the conducting and carrying on of said business.

To own, hold, lease or rent all necessary real and personal property that may be for the benefit of said business or beneficial to the operation or conducting or carrying on of said restaurant business; to handle any and all classes of merchandise included in and in connection with the operation of said business.

3rd. That the registered office and principal place of business is to be designated as Rupert, County of Minidoka, State of Idaho.

4th. That the term for which it is to exist is a period of fifty (50) years from the date of its incorporation.

5th. That the number of its directors shall be three; one-third of its directors shall be elected for a term of one year; one-third for a term of two years; one-third for a term of three years; and thereafter at each succeeding annual meeting of the stockholders one-third thereof for a term of three years.

6th. That the amount of the capital stock of this corporation shall be \$17,370.00, divided into 5790 shares of the par value of \$1.00 each.

7th. That the amount of the capital stock which has been actually subscribed is the sum of \$17,370.00, and the following are the names and addresses of the persons by whom the same has been subscribed:

Walter Asson, Rupert, Idaho, 5,790 shares, \$5,790.00;

Ray Robbins, Rupert, Idaho, 5,790 shares, \$5,790.00;

Dell Girardell, Rupert, Idaho, 5,790 shares, \$5,790.00;

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 22nd day of April, 1949.

Signed, sealed and delivered
in the presence of

M. J. Creason
M. J. Creason

Ray Robbins
Walter Asson
Dell Girardell

STATE OF IDAHO,)
County of Minidoka.) ss.

On this 22nd day of April, 1949, before me, H. V. Creason, a Notary Public in and for said County and State, personally appeared Walter Asson, Ray Robbins and Dell Girardell, all of Rupert, Idaho, known to me to be the persons whose names are subscribed to the foregoing instrument, 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 in this certificate first above written.

H. V. Creason
Notary Public for Idaho
Residing at Rupert, Idaho

STATE OF IDAHO,)
County of Minidoka.) ss.

Dell Girardell, being first duly sworn on oath, deposes and says:
That he is the President of the Rupert Cafe, Inc., and that he
is a bona fide resident of the State of Idaho;

That the capital stock of said corporation consists of 17,370
shares of the par value of \$1.00 each, and in the aggregate sum of
\$17,370.00;

That the sum of \$17,370.00 has been actually subscribed by the
stockholders therein.

Dell Girardell

Subscribed and sworn to before me this 22nd day of April, 1949.

W. H. Pearson
Notary Public for Idaho
Residing at Rupert, Idaho