



**Department of State**

**CERTIFICATE OF AMENDMENT  
OF**

**PIZZA SYSTEMS WEST, INC.**

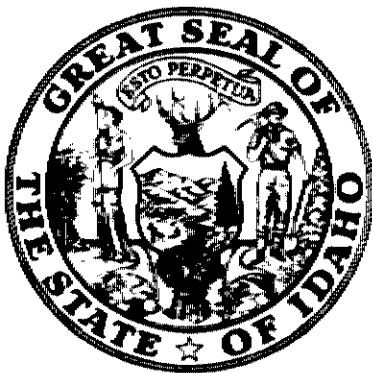
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

**PIZZA SYSTEMS WEST, INC.**

duly signed and verified 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  
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles  
of Amendment.

Dated \_\_\_\_\_ **October 31** , 19 **89** .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Aug. J. Clark*  
Corporation Clerk

**AMENDED ARTICLES OF INCORPORATION  
OF  
PIZZA SYSTEMS WEST, INC.**

Oct 31 2 54 PM '89  
SECRETARY OF STATE

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The undersigned, acting as the incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Amended Articles of Incorporation, specifically amending Article Third pursuant to a unanimous vote of the Board of Directors at their meeting of October 1, 1989. The undersigned states that no shares have been issued by this corporation as of the date of this Amendment, he is the incorporator and is authorized pursuant to Idaho Code 30-1-61 to amend these Articles of Incorporation in the following manner.

**FIRST**

The name of the corporation is **PIZZA SYSTEMS WEST, INC.**, and its existence shall be perpetual.

**SECOND**

The corporation is formed and organized to engage in the development and operation of prepared food products and to engage in any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act and as the Board of Directors may from time to time determine.

**THIRD**

The aggregate number of shares which the corporation has the authority to issue is Ten Million (10,000,000) shares of common stock, all of one class, at a par value of \$1.00 each.

The corporate stock of this corporation shall be non-assessable, and the private property of the shareholders and each of them, of this corporation shall not be subject to assessment or be liable for the debts, obligations or liabilities of this corporation.

**FOURTH**

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, provided the number of directors of the corporation shall not be fewer than the number required by law. The initial Board of Directors shall number two (2). In case of any increase in the number of directors, the additional directors may be elected by the directors then in office, and the directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations of the corporation convertible into stock.

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or adopt new bylaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors. Such power may be exercised by a majority vote of the board of directors at any annual or special meeting of the board of directors called for that purpose.

The articles of incorporation of this corporation may be amended by a majority vote at any annual or special meeting of stockholders, either upon consideration of a resolution for amendment adopted by the board of directors or upon consideration of a resolution adopted by the holders of not less than ten percent (10%) of all of the shares entitled to vote at such meeting.

## **FIFTH**

The location and post office address of the initial registered office of the corporation is 3700 Kingswood Drive, Boise, Idaho 83704, and the name of the initial registered agent of the corporation who may be found at that address is Larry D. Anderson.

## **SIXTH**

The names and post office addresses of the initial directors of the corporation, appointed by the incorporators to serve until the first election of directors, are as follows:

Name

Address

Larry D. Anderson

3700 Kingswood Drive  
Boise, Idaho 83705

John L. Runft

1467 RimRock Court  
Boise, Idaho 83712

### SEVENTH

The name and post office address of the incorporator is as follows:

Larry D. Anderson, 3700 Kingswood Drive, Boise, Idaho, 83704.

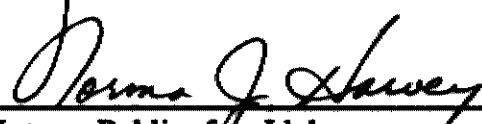
IN WITNESS WHEREOF, I have hereunto set my hand this 31st day of October, 1989.

  
\_\_\_\_\_  
LARRY D. ANDERSON

### VERIFICATION

STATE OF IDAHO )  
                              : ss.  
County of Ada     )

I, NORMA J. HARVEY, a notary public, do hereby certify that on this 31st day of October, 1989, personally appeared before me LARRY D. ANDERSON, who, being by me first duly sworn, declared that he is the President of PIZZA SYSTEMS WEST, INC., that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public for Idaho.  
Residing at: Boise Idaho  
Commission expires: 7-2-93