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ARTICLES OF INCORPORATION  
OF  
ADRENALINE CAFE, INC.

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The undersigned, acting as the incorporator of a corporation (hereinafter referred to as the "Corporation") organized pursuant to and subject to the Idaho Business Corporation Act, Chapter 1, Title 30, Idaho Code, as now existing or hereafter amended and supplemented (the "Act"), adopts the following Articles of Incorporation for the Corporation.

1. **Name.** The name of Corporation is Adrenaline Cafe, Inc.
2. **Authorized Shares.** The aggregate number of shares of capital stock which the Corporation shall have authority to issue is one hundred million (100,000,000) shares, each with a par value of (\$.001), and all of which shares shall be of one (1) class only, which shall be designated as common stock.
3. **Registered Office and Agent.** The registered office of the Corporation is 702 W. Idaho Street, Suite 1000, Boise, Idaho 83702, and its registered agent at that address is Peter Buzzard.
4. **Corporate Purpose.** The purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
5. **Board of Directors.** The name and address of the person who is to serve as the initial director until the first annual meeting of the shareholders is:

<u>Name</u>	<u>Address</u>
Peter Buzzard	702 W. Idaho Street, Suite 1000 Boise, Idaho 83702
Doug Oates	702 W. Idaho Street, Suite 1000 Boise, Idaho 83702
Jerry Johnson	702 W. Idaho Street, Suite 1000 Boise, Idaho 83702
Jeff Strother	702 W. Idaho Street, Suite 1000 Boise, Idaho 83702

6. **Voting.** Each outstanding share entitled to vote shall have one (1) vote on each matter submitted to a vote at a meeting of shareholders.

7. **Preemptive Rights.** The Corporation does not elect to have preemptive rights.

8. **Indemnification.** The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

9. **Limitation of Liability.** No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of section 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

10. **Incorporator.** The name of the incorporator of the Corporation is Clifford L. Brown and his address is 1221 W. Hays, Boise, Idaho 83702.

DATED This 9th day of January, 2004.

  
Peter Buzzard, Incorporator