



ARTICLES OF AMENDMENT

(General Business)

FILED EFFECTIVE

05 MAY 19 PM 4:05

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho

Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned corporation amends its articles of incorporation as follows:

1. The name of the corporation is:

Brico of Idaho, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

ARTICLE I of the Articles of Incorporation of Brico of Idaho, Inc. is hereby amended to read as follows:

ARTICLE I

Name: The name of the corporation is B & D of Idaho, Inc.

3. The date of adoption of the amendment(s) was: May 3, 2005

4. Manner of adoption (check one):

- The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, 30-1-1005 and 30-1-1006, Idaho Code, and was, therefore, adopted by the board of directors.
- None of the corporation's shares have been issued and was, therefore, adopted by the incorporator board of directors.
- Approval by the shareholders is required and the shareholders duly approved the amendment(s) as required by either Title 30, Idaho Code or by the Articles of Incorporation.

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: 5-3-05

Signed: Daniel West

Typed Name: Daniel West

Capacity: President

Form 3000, 2004
Articles of Amendment
General Business, and Revised 11/2004

IDAHO SECRETARY OF STATE
05/19/2005 05:00
CK: 27028 CT: 2618 BH: 811486
1 @ 30.00 = 30.00 AMEND PROF # 2

C 28074

BRICO OF IDAHO, INC.

Action by Written Consent of all Directors and Stockholders
in Lieu of a Special Meeting

May 3, 2005

The undersigned, being all of the stockholders and directors of Brico of Idaho, Inc., an Idaho corporation (the "Corporation"), pursuant to Sections 30-1-704 and 30-1-821 of the Idaho Business Corporation Act, do hereby consent to the adoption of the following resolutions, effective as of the date set forth above:

WHEREAS, a copy of the Asset Purchase Agreement, dated as of March 19, 2005 (the "Asset Purchase Agreement"), by and among the Corporation, Jacksons Food Stores, Inc. ("Jacksons"), and each of the stockholders of the Corporation party thereto has been reviewed by the undersigned:

NOW, THEREFORE, be it resolved as follows:

ACQUISITION DOCUMENTS

RESOLVED: That the form, terms and provisions of the Asset Purchase Agreement and each other agreement, instrument, certificate and other document called for or contemplated to be executed and delivered by the Corporation in connection with the Asset Purchase Agreement (collectively, the "Transaction Documents"), and the transactions contemplated by the foregoing documents be, and they hereby are, in all respects ratified and approved.

RESOLVED: That the Corporation enter into each of the Transaction Documents, and pursuant to the terms set forth in the Transaction Documents, sell substantially all of the assets of the Corporation on the terms set forth therein.

RESOLVED: That any officer of the Corporation be, and each of them hereby is, authorized and directed to execute and deliver in the name and on behalf of the Corporation the Transaction Documents, substantially in the form of the drafts of such documents reviewed by the undersigned, with such changes therein and modifications thereof as the officer of the Corporation executing the same shall approve, the execution thereof by such officer to be conclusive evidence of such approval.

AMENDMENT TO CERTIFICATE OF INCORPORATION

RESOLVED: That it is in the best interest of the Corporation to amend the Articles of Incorporation of the Corporation to change the name of the Corporation to B & D of Idaho, Inc.

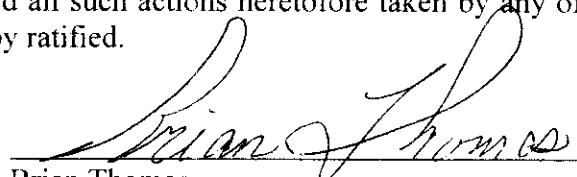
RESOLVED:

That the Corporation file a Certificate of Amendment to the Articles of Incorporation of the Corporation with the Idaho Secretary of State to institute such name change, and that the officers of the Corporation, each acting singly, are hereby authorized and directed to execute and deliver any and all documents necessary to facilitate the name change.

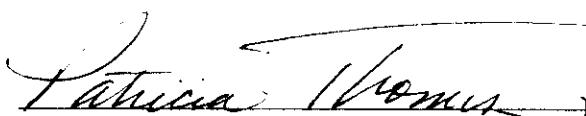
OMNIBUS RESOLUTION

RESOLVED:

That any officer of the Corporation be, and each of them hereby is, authorized, empowered, and directed to make, sign, execute, acknowledge, deliver, file, record and publish any and all orders, directions, requests, receipts, certificates or other instruments, papers and documents, and to perform any and all such acts and things as may be required or appropriate to carry out the terms and provisions of each of the foregoing resolutions and the transactions contemplated thereby, and all such actions heretofore taken by any officer of the Corporation are hereby ratified.



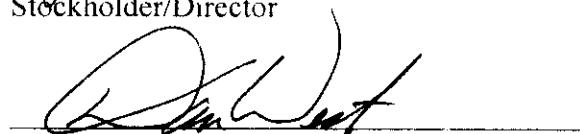
Brian Thomas
Stockholder/Director



Patricia Thomas
Stockholder/Director



Jodi West
Stockholder/Director



Dan West
Stockholder/Director