

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

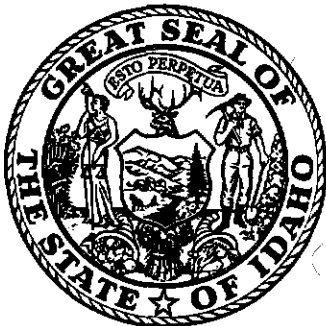
BOISE SHOPKO, LLC

File Number W 114715

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 12, 2012



Ben Yursa

SECRETARY OF STATE

By

John L. Davis



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2012 JUN 12 AM 10:16

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Boise Shopko, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Delaware

4. The name and complete street address of the registered agent in Idaho is:

Leo Notar

2152 East Woodstone Drive, Hayden ID 83835

5. The street and mailing address of the limited liability company's principal office is:

5141 North 40th Street, Suite 500 Phoenix, AZ 85018

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

160 Greentree Drive, Suite 101 Dover, DE 19904

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Samuel & Company, Inc.

5141 North 40th Street, Suite 500 Phoenix, AZ 85018

8. The mailing address for future correspondence:

5141 North 40th Street, Suite 500 Phoenix, AZ 85018

9. Signature of a manager, member or authorized person.

Signature

Brice W. Samuel, Vice President

Typed Name

Secretary of State use only

IDAHO SECRETARY OF STATE
06/12/2012 05:00
CK: 7306 CT: 184066 BH: 1327931
1 @ 100.00 = 100.00 REGFORGLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

W114715

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOISE SHOPKO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JUNE, A.D. 2012.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9629340

DATE: 06-08-12