



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

BOGUS BASIN GROCERS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 08, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

FEB 8 3 21 PM '90

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

BOGUS BASIN GROCERS, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is:
BOGUS BASIN GROCERS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the Corporation is organized are: to engage in the business of developing and financing a retail grocery outlet and any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares with a par value of \$1.00.

FIFTH: The transfer of the shares of the Corporation are restricted and such restriction is specified in the By-Laws of the Corporation.

SIXTH: The holders of shares of stock in this Corporation are not entitled to preemptive rights to purchase additional shares of stock.

SEVENTH: The address of the initial registered office of the Corporation is 3510 Hill Road, Boise, Idaho 83703, and the name of its initial registered agent at such address is H. Eugene Carter.

BOGUS BASIN GROCERS, INC.
ARTICLES OF INCORPORATION

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EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
A. Leon Blaser	3350 Americana Terrace Suite 300 Boise, Idaho 83706
Glenn F. Blaser	P.O. Box 3023 3450 Stone Creek Road Boise, Idaho 83703
H. Eugene Carter	3510 Hill Road Boise, Idaho 83703

NINTH: The names and addresses of the incorporators of this Corporation are:

NAME	ADDRESS
A. Leon Blaser	3350 Americana Terrace Suite 300 Boise, Idaho 83706
Glenn F. Blaser	P.O. Box 3023 3450 Stone Creek Road Boise, Idaho 83703
H. Eugene Carter	3510 Hill Road Boise, Idaho 83703

DATED this _____ day of _____, 1990.


A. LEON BLASER


GLENN F. BLASER


H. EUGENE CARTER

STATE OF IDAHO)
: ss.
COUNTY OF ADA)

I, the undersigned, a notary public for Idaho, do hereby certify that on this _____ day of _____, 1990, personally appeared before me, A. LEON BLASER, who being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Notary Public
Residing at: _____
My Commission Expires: _____

STATE OF IDAHO)
: ss.
COUNTY OF ADA)

I, the undersigned, a notary public for Idaho, do hereby certify that on this _____ day of _____, 1990, personally appeared before me, GLENN F. BLASER, who being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Notary Public
Residing at: _____
My Commission Expires: _____

STATE OF IDAHO)
: ss.
COUNTY OF ADA)

I, the undersigned, a notary public for Idaho, do hereby certify that on this _____ day of _____, 1990, personally appeared before me, H. EUGENE CARTER, who being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Notary Public
Residing at: _____
My Commission Expires: _____

G/GFB/D/BBG.AI