



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

COOPERATIVE SUPPLY, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **19th** day of **April** 1972 , original articles of amendment, as provided by Section's 30-146, 30-147 and 30-148

Amending Section I of Article III of the original Articles of Incorporation

increasing the authorized capitalization to \$1,000,000.00, divided into Three thousand shares of Common Stock, par value of \$10.00 each, Ninety-three thousand shares of Preferred Stock of the par value of \$10.00 each, and four thousand shares of Preferred Stock A of the par value of \$10.00 each.

and that the said articles of amendment contain the statement of facts required by law, and ~~are~~ will be

/ recorded on ~~Form No.~~ Microfilm of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **19th** day of **April** , A. D., 19 72 .

Secretary of State

CERTIFICATE OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF THE
COOPERATIVE SUPPLY, INC.
COEUR D'ALENE, IDAHO

We, the undersigned, Edward H. Lampert and
Arthur L. Guza respectively the President
and Secretary of the COOPERATIVE SUPPLY, INC., P.O. Coeur d'Alene, Idaho,
a cooperative association, now organized and operating under the provisions
of the Cooperative Marketing Act of Idaho, as amended, hereby certify:

1. That on Feb 16, 1969, the Board of Directors by a
two-thirds majority vote of its members at a duly held meeting, adopted
a Resolution proposing to amend the Articles of Incorporation of the
aforesaid association, which Resolution set forth the proposed amendment.

2. That thereafter and on Feb 20, 1969, Notices were
mailed to each and every stockholder containing a copy of the Resolution
to be voted upon at the stockholders' meeting to be held in the

V.F. W Hall in Coeur d'Alene, Idaho, on
March 1, 1969.

3. That at said time and place, at least a two-thirds majority of
the stockholders present, a quorum being present, duly adopted said
proposed amendment as set forth in the Resolution and stated as follows:

RESOLVED, That Section 1 of Article III of the Articles of
Incorporation of the COOPERATIVE SUPPLY, INC., P.O. Coeur d'Alene,
Idaho, be amended to read as follows:

"Section 1. The amount of the authorized capital stock
of this corporation shall be One Million Dollars (\$1,000,000.00)
which shall consist of Three Thousand (3,000) shares of Common
Stock of the par value of Ten Dollars (\$10.00) each; Ninety-
three Thousand (93,000) shares of Preferred Stock of the par
value of Ten Dollars (\$10.00) each; and Four Thousand (4,000)
shares of Preferred Stock A of the par value of Ten Dollars
(\$10.00) each."

BE IT FURTHER RESOLVED, That the President and Secretary of this association be and they hereby are, authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this association and cause such certificate to be filed and recorded in the manner required by law.

IN WITNESS WHEREOF, we, the undersigned, have subscribed our names and caused the corporate seal of the said association to be hereto affixed this 30 day of March, 1972.

COOPERATIVE SUPPLY, INC.

By Edward H. Lampert
President

And Arthur A. Hussa
Secretary

(CORPORATE SEAL)

STATE OF IDAHO)
) SS
COUNTY OF KOOTENAI)

Edward H. Lampert and Arthur A. Hussa
being first duly sworn, on oath depose and say that they are respectively the President and Secretary of the COOPERATIVE SUPPLY, INC., P.O. Coeur d'Alene, Idaho, the association named in the foregoing Certificate; that said Certificate contains a true statement of the action of the members and board of directors of said association at the meetings duly held as aforesaid; that this Certificate is executed in behalf of said association by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said association.

Edward H. Lampert
President
Arthur A. Hussa
Secretary

Subscribed and sworn to before me
this 30 day of March, 1972.

[Signature]
Notary Public, Kootenai County, Idaho
My Commission Expires 1-1-73.

(NOTARIAL SEAL)