



Department of State.

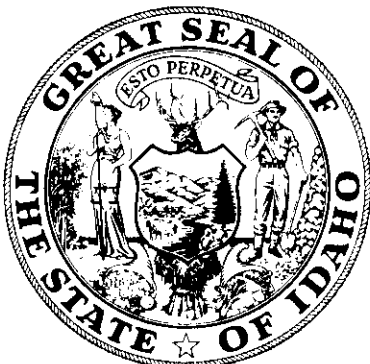
**CERTIFICATE OF AUTHORITY
OF**

K D & D, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **K D & D, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to **K D & D, INC.** to transact business in this State under the name **K D & D, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **December 3**, 19 **79**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is K D & D, Inc.
2. *The name which it shall use in Idaho is K D & D, Inc.
3. It is incorporated under the laws of Montana
4. The date of its incorporation is June 15th, 1977 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 22 Madison Avenue, West Yellowstone, Montana 59758
6. The address of its proposed registered office in Idaho is 1325 E. 21st St. Idaho Falls, Idaho 83401, and the name of its proposed registered agent in Idaho at that address is Kenneth Slusser
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To purchase, own, operate, lease and engage in retail grocery store businesses and any related retail or wholesale business.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Kenneth Slusser</u>	<u>Director-President</u>	<u>1325 East 21st. St. Idaho Falls, ID</u>
<u>Donald L. Taylor</u>	<u>Secretary-Treasurer</u>	<u>944 8th St. Idaho Falls, ID 83401</u>
<u>Seth DeRoy Grover</u>	<u>Vice-President</u>	<u>22 Madison Ave. West Yellowstone</u>
	<u>Director</u>	<u>Montana 59758</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>100</u>	<u>common</u>	<u>no par value</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>81.3</u>	<u>common</u>	<u>no par value</u>

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 30, , 19 79 .

K D & D, Inc.

By

Kenneth Slusser
Kenneth Slusser

Its

President

and

Donald F. Taylor

Its

Secretary

STATE OF IDAHO)

)ss:

COUNTY OF Bonneville)

I, Terry L. Crapo , a notary public, do hereby certify that on this 26th day of November , 19 79 , personally appeared before me Kenneth Slusser , who being by me first duly sworn, declared that he is the President of K D & D, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Terry L. Crapo
Notary Public

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



**OF THE
STATE OF MONTANA**

I, FRANK MURRAY, Secretary of State of the State of Montana,
do hereby certify that on June 15, 1977,

K D & D, INC.
duly filed its Articles of Incorporation in this office and
on said date was created a body politic and corporate.

I further certify that no notice or decree of dissolution has
been placed on record in this office by said corporation and
that so far as my records indicate the corporation is in good
standing under the laws of the State of Montana and authorized
to transact its business and conduct its affairs in this State.



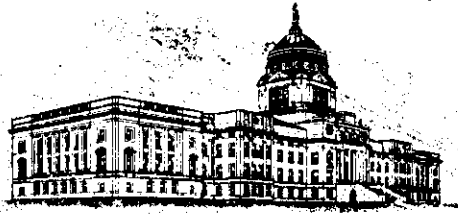
IN WITNESS WHEREOF, I have
hereunto set my hand and affixed
the Great Seal of the State of
Montana, at Helena, the Capital,
this - 14th - day of November -

A.D. 1979.

Frank Murray
FRANK MURRAY
Secretary of State

Leonard C. Larson
By: Leonard C. Larson
Chief Deputy

Office of the Secretary of State



OF THE STATE OF MONTANA

I, Frank Murray, Secretary of State of the State of Montana, do hereby certify that the annexed is a full, true and correct copy of Articles of Incorporation for

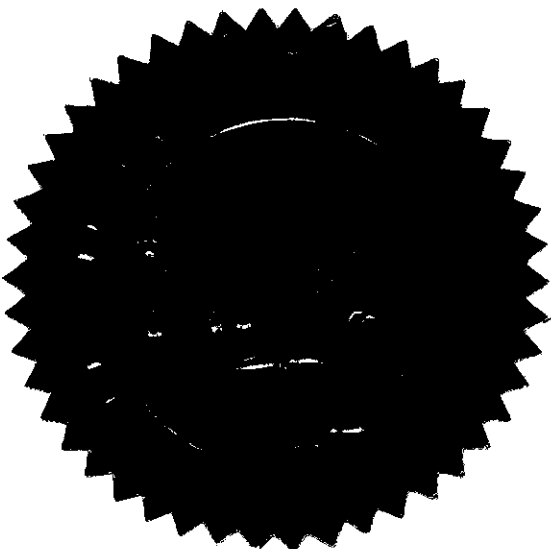
_____ K D & D, INC. _____

as received and filed in this office on the 15th day of June A. D. 19 77 with the Certificate issued thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 14th day of November A. D. 19 79.

Frank Murray
FRANK MURRAY
Secretary of State

By *Leonard C. Larson*
LEONARD C. LARSON
Chief Deputy



Office of the Secretary of State



OF THE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

K D & D, INC.

duly executed pursuant to the provisions of Section 15-2247 of the Revised Codes of Montana, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

K D & D, INC.

and attach hereto a duplicate original of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 15th

(GREAT SEAL)

day of June A.D. 19 77

FRANK MURRAY
Secretary of State

By JoANN WOODGERD
Chief Deputy

ARTICLES OF INCORPORATION
OF
K D & D, INC.

201553
STATE OF MONTANA
FILED
JUN 15 1977
FRANK MURRAY
SECRETARY OF STATE
By Kenneth W. Brown
Pd. \$70.00 Deputy

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Montana, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be K D & D, Inc.

ARTICLE II

The purposes for which said corporation is formed are:

A. To purchase, own, operate, lease and engage in a retail grocery store business and any related retail or wholesale business.

B. To manufacture, own, buy, sell, export, import, and deal in, both at wholesale and retail, all kinds of goods, wares, foods, drugs, merchandise, manufacturers, furniture, machinery, instruments, tools, supplies, services and products, and generally to engage in any mercantile, manufacturing, service, construction, or brokerage business of any kind or character not contrary to law, within or without the State of Montana; to do all things incidental to any such business.

C. To have, exercise and enjoy all the powers now or hereafter granted to corporations organized under the laws of the State of Montana, and particularly, all of the lawful powers and privileges granted to corporations by

the Montana Business Corporation Act, and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforementioned business and/or carrying into effect any and all of the aforesaid objects and purposes.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The location and post office address of the Corporation's registered office shall be 22 Madison Avenue, West Yellowstone, Montana, 59758. The corporation's initial registered agent at such address shall be Seth DeRoy Grover.

ARTICLE V

The capital stock of the Corporation shall be 100 shares of common stock without par value. No shares of the capital stock of the Corporation shall be subject to assessment for any reason.

ARTICLE VI

The names and post office address of the incorporators and the number of shares subscribed by each is as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Kenneth Slusser	1325 E. 21st Street Idaho Falls, Idaho 83401	1
Donald L. Taylor	944 8th Street Idaho Falls, Idaho 83401	1
Seth DeRoy Grover	22 Madison Avenue West Yellowstone, Montana 59758	1

ARTICLE VII

The Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter,

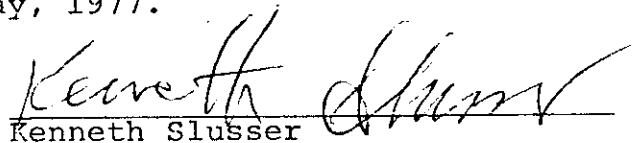
the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, except as provided below the number of directors constituting the Board shall not be less than three (3) nor more than eleven (11). The names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualify are:

Kenneth Slusser - 1325 E. 21st Street, Idaho Falls, Idaho 83401
Donald L. Taylor - 944 8th Street, Idaho Falls, Idaho 83401
Seth DeRoy Grover - 22 Madison Avenue, West Yellowstone, Montana 52758

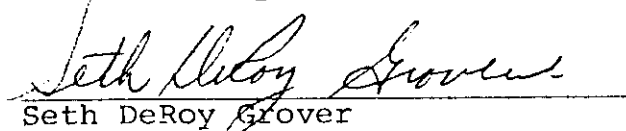
ARTICLE VIII

The Board of Directors by a majority vote shall have the power to repeal and amend the By-Laws and to adopt new By-Laws.

IN WITNESS WHEREOF, we have hereunto set out hands and seals this 23rd day of May, 1977.


Kenneth Slusser


Donald L. Taylor

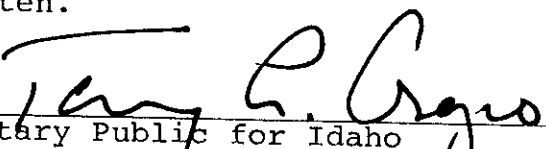

Seth DeRoy Grover

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 23rd day of May, 1977, before me, the undersigned, a Notary Public, in and for said state, personally appeared KENNETH SLUSSER, DONALD L. TAYLOR and SETH DeROY GROVER, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

SEAL
(seal)



Notary Public for Idaho
Residing at: Idaho Falls, Idaho
My Commission Expires: Permanent