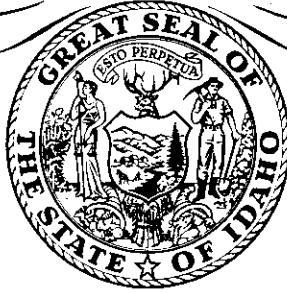


State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, 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

STATE TRACTOR AND SUPPLY COMPANY, INC.,

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-second** day of **May** 19 **62**, original articles of amendment, as provided by Section s **30-146, 30-147, 30-148 and 30-149, Idaho Code, decreasing authorized capital from \$50,000.00 to \$25,000.00 divided into 500 shares stock of the par value of \$50 per share,**

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **119** 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 **22nd** day of **May**, A. D., 19**62**.

Secretary of State

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION OF
STATE TRACTOR AND SUPPLY COMPANY, INC.

(Certificate of Reduction)

IT IS HEREBY CERTIFIED By the undersigned, D. I. Hood (president of State Tractor and Supply Company, Inc.), Helene Lough (secretary of State Tractor and Supply Company, Inc.), Harold Lough, and Marguerite Hood, constituting a majority of the Board of Directors of State Tractor and Supply Company, Inc., a corporation organized under the statute laws of the State of Idaho, and located in the County of Latah in said state, with its registered office in Moscow, Idaho;

That at a meeting of the stockholders of the corporation specially called for that purpose, and held at the office of Robert W. Peterson, Moscow, Latah County, Idaho, on the eighteenth (18th) day of May, 1962, the authorized capital stock of the corporation was reduced from the sum of Fifty Thousand Dollars (\$50,000.00) to the sum of Twenty-five Thousand Dollars (\$25,000.00), and the number of shares of the capital stock was proportionately decreased from five hundred (500) shares of the same common class of One Hundred Dollars (\$100.00) par value each to five hundred (500) shares of the same common class of Fifty Dollars (\$50.00) par value each, by a resolution adopted at the meeting by a one hundred per cent (100%) vote of all the beneficial and outstanding stock of said corporation, a copy of which resolution is as follows:

"BE IT RESOLVED, by the following beneficial owners of stock, that the capital stock of this corporation be, and the same hereby is, decreased from Fifty Thousand Dollars (\$50,000.00) (consisting of five hundred (500) shares, par value One Hundred Dollars (\$100.00) each share) to Twenty-five Thousand Dollars (\$25,000.00) (consisting of five hundred (500) shares, par value Fifty Dollars (\$50.00) each share); and the Board of Directors of this corporation is hereby authorized and directed to execute and file with the Secretary of the State of Idaho an amendment to the charter of this corporation, and to take such other action as is necessary to make such decrease in the capital stock effective.

The undersigned herein specifically waive any formal notice of the meeting of shareholders called for the purpose of

considering a reduction in the capital stock of State
Tractor and Supply Company, Inc.

DATED this eighteenth (18th) day of May, 1962.

/s/ Harold Lough
/s/ Helene Lough
/s/ D. I. Hood
/s/ Marguerite Hood
/s/ John Drew, Jr. "

It is hereby stated that, pursuant to Section 30-149 of the Idaho Code, the financial condition of the corporation is such that it would be unnecessary at the present time to have the authorized capital stock of the corporation to be \$50,000.00, but that an authorized capital stock of \$25,000.00 would be sufficient and ample, and it further stated that the reduction from \$50,000.00 authorized capital stock to \$25,000.00 authorized capital stock will not reduce the fair value of the assets of the corporation to an amount less than the total amount of its debts and liabilities plus the amount of its capital stock as so reduced.

And we do hereby certify that the records of the corporation contain a complete list of all the stockholders who voted in favor of the resolution to reduce the capital stock.

DATED at Moscow, Idaho, this eighteenth (18th) day of May, 1962.

D. I. Hood
President

Helene Lough
Secretary

Harold Lough

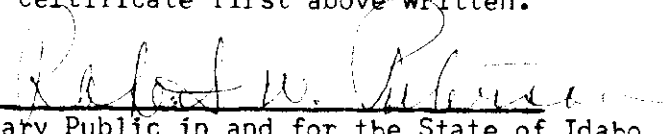
Marguerite Hood

STATE OF IDAHO)
) ss.
County of Latah)

On this eighteenth (18th) day of May, 1962, before me, the undersigned,

a Notary Public in and for said county and state, personally appeared D. I. HOOD and HELEN LOUGH, known to me to be the president and secretary respectively of the corporation that executed the foregoing instrument and acknowledged to me that such corporation 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.

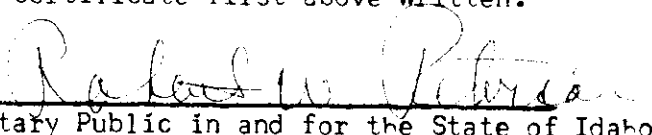

Notary Public in and for the State of Idaho
Residing at Moscow, Idaho

(SEAL)

STATE OF IDAHO)
) ss.
County of Latah)

On this eighteenth (18th) day of May, 1962, before me, the undersigned, a Notary Public in and for said county and state, personally appeared HAROLD LOUGH, MARGUERITE HOOD, and JOHN DREW, JR., personally known to me to be the persons whose names are subscribed to the foregoing Certificate of Reduction to Articles of Incorporation of State Tractor and Supply Company, Inc., 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.


Notary Public in and for the State of Idaho
Residing at Moscow, Idaho

(SEAL)