



CERTIFICATE OF INCORPORATION
OF

EDWARD KERSHNER DISTRIBUTING 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: December 24, 1985



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by:

A handwritten signature in cursive script, likely of the official who signed the certificate.

Articles of Incorporation of

WE, THE UNDERSIGNED, natural persons of legal age, 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 Edward Kershner Distributing Inc.
- SECOND: The period of its duration is Perpetual.
- THIRD: The purpose(s) for which the corporation is organized are " To retail sell herbs and to transact any lawful business for which corporations may be incorporated under this act. "
- FOURTH: The aggregate number of shares which the corporation shall have authority to issue is (1,000) of common stock, one class only with a par value of \$ 1.50 each.
- FIFTH: The corporation will not commence business until at least one dollar (\$ 1.00) have been received by it as consideration for the issuance of shares.
- SIXTH: Cumulative voting of shares of stock is not authorized.
- SEVENTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: none
- EIGHTH: Provisions for the regulation of the internal affairs of the corporation are: To be set forth in the Bylaws as permitted under this Act.
- NINTH: The address of the initial registered office of the corporation is:
1911 N. 31 ST; Boise, Id; 83703
- and the name of its initial registered agent at such address is Edward C. Kershner
- TENTH: Address of the principal place of business is 1911 N. 31 ST; Boise, Id.
- ELEVENTH: The number of directors constituting the initial board of directors of the corporation is one, 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
<u>Edward C. Kershner</u>	<u>1911 N. 31 ST; Boise, Id; 83703</u>
_____	_____
_____	_____

The name and address of each incorporator is:

Name	Address
<u>Edward C. Kershner</u>	<u>1911 N. 31 ST; Boise, Id; 83703</u>
_____	_____
_____	_____

IN WITNESS WHEREOF, the incorporator(s) have hereunto set their hands this 23 day of December, 1985.

Signatures of All Incorporators

Edward Kershner