

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

WISE-BUY CORPORATION

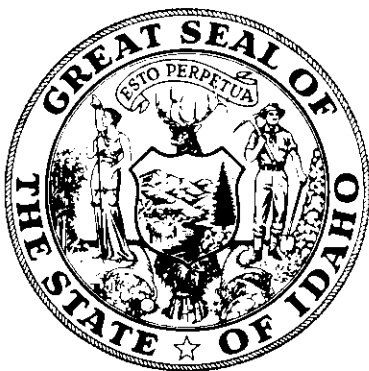
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

WISE-BUY 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: ***May 2, 1983***



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

WISE-BUY CORPORATION

The undersigned, acting as incorporators, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be Wise-Buy Corporation.

ARTICLE II

The purposes for which said corporation is formed are:

A. To engage in the business of operating a retail grocery store.

B. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The address of the Corporation's initial registered office shall be 944 8th Street, Idaho Falls, County of Bonneville, State of Idaho and the name of its initial registered agent at such address is Donald L. Taylor.

ARTICLE V

The capital stock of the Corporation shall be one hundred (100) shares of common stock, without par value. The capital stock of the Corporation shall not be assessable.

ARTICLE VI

The name and address of each incorporator is:

Donald L. Taylor
944 8th Street
Idaho Falls, Idaho 83402

Gene E. Taylor
Route 3, Box 296
Idaho Falls, Idaho 83402

Kenneth P. Slusser
1325 East 21st Street
Idaho Falls, Idaho 83402

ARTICLE VII

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 the shareholders or until their successors are elected and shall qualify are:

Donald L. Taylor
944 8th Street
Idaho Falls, Idaho 83402

Gene E. Taylor
Route 3, Box 296
Idaho Falls, Idaho 83402

Kenneth P. Slusser
1325 East 21st Street
Idaho Falls, Idaho 83402

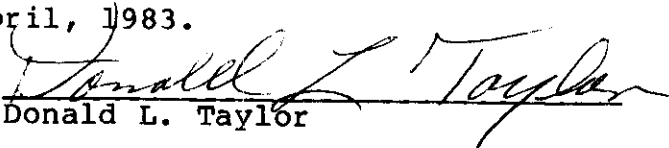
ARTICLE VIII

Provisions denying preemptive rights are: None

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

DATED this 26th day of April, 1983.


Donald L. Taylor

Gene E. Taylor
Gene E. Taylor

Kenneth P. Slusser
Kenneth P. Slusser

INCORPORATORS

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 26th day of April, 1983, before me, the undersigned, a Notary Public, in and for said state, personally appeared DONALD L. TAYLOR, GENE E. TAYLOR and KENNETH P. SLUSSER, known or identified 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)

Donald L. Taylor
Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: Nov 1984