



Department of State.

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

ERSON H. DEAL
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

MAGIC VALLEY DRUGS, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **13th** day of **March** 19 **67**, original articles of amendment, as provided by Section ~~s~~ **30-146 and 30-147, Idaho Code,** changing the corporate name to: **MAGIC VALLEY BUILDING, INC.**

and that the said articles of amendment contain the statement of facts required by law, and are ~~to be~~ recorded on ~~film~~ **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 **13th** day of **March**, A. D., 19 **67**.

Secretary of State

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

MAGIC VALLEY DRUGS, INC.

WHEREAS, Magic Valley Drugs, Inc., a corporation, was organized under and by virtue of the laws of the State of Idaho, on the 3rd day of August, 1960; and

WHEREAS, said Articles of Incorporation were amended and Articles of Amendment of Articles of Incorporation of Magic Valley Drugs, Inc. were recorded in the office of the Secretary of State, State of Idaho on the 25th day of September, 1961; and

WHEREAS, On the 14th day of January, 1967, the Articles of Amendment of Articles of Incorporation of said corporation, upon proceedings duly had, were again amended so as to change the name of said corporation from "Magic Valley Drugs, Inc." to "Magic Valley Building, Inc."

NOW, THEREFORE, We, the undersigned, W. J. KING and S. L. CROWLEY, President and Secretary, respectively, of Magic Valley Drugs, Inc., a corporation organized and existing under and by virtue of the laws of the State of Idaho, DO HEREBY CERTIFY as follows:

That the said W. J. King is President of the said corporation and the said S. L. Crowley is Secretary of said corporation.

That at a Special Joint Meeting of the Stockholders and Directors of said corporation held on the 14th day of January, 1967, at the hour of 1:00 o'clock P.M. of said day, at the office and principal place of business of Magic Valley Drugs, Inc. situate in Twin Falls, Idaho, at which meeting all stockholders and directors were present and participated, notice of said meeting having been waived by each and all of the stockholders and directors, the stockholders and directors of said corporation by an unanimous vote of all

of the issued and outstanding capital stock of said corporation, and of said directors, duly passed and adopted a Resolution amending the Articles of Incorporation of said corporation, which said Resolution is as follows:

"BE IT RESOLVED, That the title of the Articles of Incorporation of Magic Valley Drugs, Inc. be amended so as to read as follows:

'ARTICLES OF INCORPORATION
OF
MAGIC VALLEY BUILDING, INC.'

and that Article First be amended so as to read as follows:

FIRST: That the name of the said corporation shall be "MAGIC VALLEY BUILDING, INC."

"BE IT FURTHER RESOLVED, That the President and Secretary of the corporation be, and they are hereby instructed to make, execute and file at the earliest possible date in the office of the Secretary of State of the State of Idaho Articles of Amendment of Articles of Incorporation of Magic Valley Building, Inc. setting out and carrying into effect the foregoing amendment to the Articles of Incorporation of this corporation."

AND WE DO HEREBY CERTIFY That the following is a full, true and correct copy of said Articles of Amendment of said Articles of Incorporation of Magic Valley Drugs, Inc., a corporation, to-wit:

ARTICLES OF INCORPORATION OF
MAGIC VALLEY BUILDING, INC.

KNOW ALL MEN BY THESE PRESENTS, That We, the undersigned, in order to form a corporation, for the purpose hereinafter stated, under and pursuant to the laws of the State of Idaho, do hereby certify as follows:

FIRST: The name of the proposed corporation is Magic Valley Building, Inc.

SECOND: The purposes of the corporation are:

I.

To purchase or otherwise to acquire, hold, own, mortgage, sell, convey, exchange, option, subdivide or otherwise dispose of real and personal property of every class and description and any estate or interest therein, including leaseholds for any term, in any of the states, districts, territories of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

II.

To subscribe for, acquire by purchase or otherwise and to own, hold, sell, assign and transfer shares of the capital stock of any other corporation and to exercise all the rights of a stockholder; to acquire by purchase or otherwise hold and dispose of the stock and bonds of this corporation.

III.

To purchase, lease, or otherwise acquire, in whole or in part, the business, goodwill, rights, franchises and property of every kind, and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation engaged in conducting by this corporation; to hold or in any manner dispose of the whole or any part of the business or property so acquired, and to exercise all the powers necessary or incidental to the conduct of such business.

IV.

To buy, sell, discount, rediscount and deal in notes, drafts, bills of exchange, stock, bonds, securities and choses in action of all kinds, both as principal and as agent; also to buy and sell liens on real and personal property and to loan money and accept as surety therefor liens on and pledges of real and personal property.

V.

To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all

kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery and plants, and any and all other structures and erections which may at any time be necessary, useful or advantageous for the purpose of the corporation and which can lawfully be done under the laws of the State of Idaho.

VI.

To carry on and conduct a general wholesale and retail drug business, to manufacture, buy, sell, import, export, trade and deal in drugs, medicines, proprietary articles, druggists sundries, chemicals, extracts, tinctures, pomades, ointments, liniments, toilet articles, perfumeries, surgical apparatus, physicians and hospital supplies, paints, oils, dyestuffs, glassware, fancy goods, candies, and general merchandise.

VII.

To enter into any kind of contract or agreement cooperative or profit sharing plan with its officers or employees that the corporation may deem advantageous or expedient or otherwise to reward or pay such persons for their services as the directors may deem fit.

VIII.

To borrow money and issue, sell or pledge bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness, payable at the specified time or times or payable upon the happening of a specified event or events, whether secured by mortgage, pledged or otherwise, or unsecured.

IX.

To exercise and possess any other rights, powers, and privileges granted by the laws of this State to corporations organized under the aforesaid act, except such as are inconsistent with the express provisions of these articles, and to do any such thing wherever this corporation may do business.

THIRD: The duration of this corporation shall be perpetual.

FOURTH: The location and post office address of the registered office of the corporation in the State of Idaho is
Twin Falls, Idaho.

FIFTH: The total authorized number of shares is 5,000 shares of common stock having a par value of \$5.00 per share. Only one type of stock is provided for under these Articles of Incorporation.

SIXTH: The name and post office address of each of the incorporators and the number of shares for which each subscribes is:

<u>Name:</u>	<u>Address:</u>	<u>Shares Subscribed:</u>
S. L. CROWLEY	Twin Falls, Idaho	1190
W. J. KING	Twin Falls, Idaho	1190
ROBERT CROWLEY	Twin Falls, Idaho	60
ROBERT F. KING	Twin Falls, Idaho	60
JULIAN KING	Twin Falls, Idaho	60

SEVENTH: That the incorporators of the said corporation do hereby state and affirm that they are all bona fide residents and citizens of the State of Idaho and citizens of the United States of America.

Witness our hands as President and Secretary of said corporation with the corporate seal thereof affixed, at Twin Falls, Idaho this 1st day of March, 1961.

/s/ W. J. KING
President

/s/ S. L. CROWLEY
Secretary

STATE OF IDAHO,)
) SS. .
COUNTY OF TWIN FALLS.)

W. J. KING and S. L. CROWLEY, being first duly sworn on oath, each for himself and not one for the other, deposes and says:

That W. J. King, whose signature appears below, is the duly elected, qualified and acting President of Magic Valley Drugs, Inc., an Idaho corporation, and that S. L. Crowley, whose signature appears below, is the duly elected, qualified and acting Secretary of said corporation; that the foregoing Articles of Amendment of Articles of Incorporation of Magic Valley Drugs, Inc. was duly and regularly adopted by unanimous vote of all of the shareholders of the outstanding and issued capital stock of said corporation at a meeting of said shareholders held on March 1, 1961, which meeting was duly and regularly called and noticed, and consented to by all of said shareholders, and at which meeting all of the shareholders of said corporation were personally present; that each and every fact set forth in the foregoing Articles of Amendment are true, and that the same have been executed by us pursuant to the authority given under one of the parts of the resolution set forth in said Articles of Amendment and the statutes of the State of Idaho in such cases made and provided.

/s/ W. J. KING
W. J. King

/s/ S. L. CROWLEY
S. L. Crowley

Subscribed and sworn to before me this 1st day of March, 1961.

(SEAL)

/s/ WILLIAM H. BAKES
Notary Public in and for the State
of Idaho,
Residing at Twin Falls, therein.

IN WITNESS WHEREOF, We have hereunto set our hands and
affixed the seal of said corporation this 3rd day of February, 1967.

W. J. King
President of Magic Valley Drugs,
Inc., hereafter to be known as
Magic Valley Building, Inc.

ATTEST:

S. L. Crowley
Secretary of Magic Valley Drugs,
Inc., hereafter to be known as
Magic Valley Building, Inc.

STATE OF IDAHO,)
COUNTY OF TWIN FALLS.) SS.

W. J. King and S. L. Crowley, each being first duly sworn,
deposes and says upon their oaths, each for himself and not one for
the other:

That they are the President and Secretary respectively of
Magic Valley Drugs, Inc., (hereafter to be known as Magic Valley
Building, Inc.) and that the facts set forth in the foregoing Ar-
ticles of Amendment are true to the best of their knowledge and be-
lief and that they as such President and Secretary, respectively,
of such corporation, made, signed and executed the said Articles of
Amendment for the uses and purposes therein mentioned.

W. J. King
S. L. Crowley

SUBSCRIBED and SWORN to before me this 3rd day of February, 1967.

Robert W. Stephen
Notary Public for Idaho,
Residing at Twin Falls, Idaho.