

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

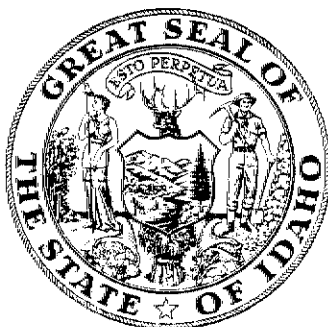
TSL, INC.

File number C 113297

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: January 8, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sule*

JAN 8 10 27 AM '36
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

TSL, INC.

IDAHO SECRETARY OF STATE
DATE 01/08/1936 0900 27816
TX #: 4692 CUST# 3626
CORP
100.00= 100.00

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being competent citizens of the United States of America, and all having reached the age of majority, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify as follows:

I.

That the corporate name of this corporation shall be:
TSL, INC.

II.

That the purposes and objects for which this corporation is formed are as follows:

(a) To buy, sell, operate and maintain income producing properties. To operate retail stores and outlets.

(b) To purchase all equipment necessary to operate the business.

(c) To borrow money for the purpose of this corporation. To issue notes or other evidences of indebtedness therefore, and to secure the same by mortgage or pledge of personal property, including the income of said corporation, or by mortgage of real property, executed in trust or otherwise. All or any portions of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

(d) To build any or all buildings, or structures, or improve or change any real property owned or leased by said corporation when such action may be necessary or convenient for the conduct of the business of the corporation, or to remove or to waste any and all real property held or issued by the corporation as may become necessary, essential or merely convenient for the conduct of said corporation.

(e) To enter into any contract, co-operative agreement, profit sharing plan, retirement plan with its officers and employees as the corporation may deem advantageous or expedient, or enter into any relationship or contract for compensation of said officers or employees, or otherwise to reward or pay such persons for their services as the Directors may deem fit.

(f) To exercise generally the powers customarily exercised by business corporations, and particularly to exercise all powers provided by the laws of the State of Idaho, in any State in the United States and throughout the world, and also to incorporate or qualify to do business in any State of the United States or any country throughout the world.

(g) The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the powers of the corporation to do any of the things within the purview of its general purposes.

III.

This corporation shall have perpetual existence.

IV.

The principal place of business shall be 2130 East 1st St., Fruitland, Idaho 83619, and the location and mailing address of the Corporation shall be 2130 East 1st St., Fruitland, Idaho 83619, and the registered agent shall be GEORGE ANTHONY VINCENT of the same address.

V.

That the authorized capitalization of this corporation shall consist of one class of 1,000 shares of voting class "A" common stock, which shall have a stated value of ONE (\$1.00) DOLLAR per share.

VI.

The corporate powers of said corporation shall be vested in the Board of Directors, Three in number. The By-Laws of this corporation may be amended by a simple majority of the Board. The names and addresses of the first Board of Directors are as follows: GEORGE ANTHONY VINCENT of 2130 East 1st St., Fruitland, Idaho 83619; SHERRY VINCENT of 1493 Jensen, Pocatello, Idaho 83201; and LUCIEL M. VINCENT of 6905 Paropet Way, Boise, 83707.

VII.

Should any provision of these Articles be found to violate any state or federal law, the remaining provisions shall constitute the Articles of Incorporation.

VIII.

The corporate stock of said corporation, at the date of incorporation, is subscribed as follows: GEORGE ANTHONY VINCENT 100 shares; LUCIEL M. VINCENT 450 shares; and SHERRY VINCENT 450

shares.

IX.

The incorporators are as follows, to-wit: GEORGE ANTHONY VINCENT of 2130 East 1st St., Fruitland, Idaho 83619; LUCIEL M. VINCENT of 6905 Paropet Way, Boise, Idaho 83707; and SHERRY VINCENT of 1493 Jensen, Pocatello, Idaho 83201.

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and, to the best of our knowledge and belief, it is true, correct and complete.

George Anthony Vincent
George Anthony Vincent

Luciel M. Vincent
Luciel M. Vincent

Sherry Vincent
Sherry Vincent

STATE OF IDAHO)
 : ss.
County of Payette)

On this 11 day of December, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared, GEORGE ANTHONY VINCENT, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed the same

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

Lorraine M. Hamrick
Notary Public for Idaho
Residing at Fruitland, Idaho
My Commission Expires: 10-4-97

STATE OF IDAHO)
County of Ada) : ss.

On this 18th day of December, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared, LUCIEL M. VINCENT, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that she executed the same.

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

Lurel E. Williams
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires Dec 16, 2000

STATE OF IDAHO)
County of Bannock) : ss.

On this 16 day of December, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared, SHERRY VINCENT, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that she executed the same.

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

Vicente A. Rivera
Notary Public for Idaho
Residing at Postville, Idaho
My Commission Expires: May 23, 1997