

ARTICLES OF INCORPORATION

OF

W. R. FRY COMPANY, INC.

JUN 30 4 09 PM '98

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is W. R. FRY COMPANY, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful retail or wholesale business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is 1,000 at no par value.

FIFTH: Provisions denying pre-emptive rights are none.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are none.

SEVENTH: The address of the initial registered office of the corporation is 3440 Beverly Street, Boise, Idaho 83709, and the name of its initial registered agent at such address is William R. Fry

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify are:

NAME

ADDRESS

William R. Fry

3440 Beverly Street
Boise, Idaho 83709

Peggy C. Fry

3440 Beverly Street
Boise, Idaho 83709

NINTH: The name and address of each incorporator

07/01/1998 09:00
EX: 4363 CT: 13631 BH: 124331
\$ 100.00 = 100.00 CORP

C124659

NAME

William R. Fry

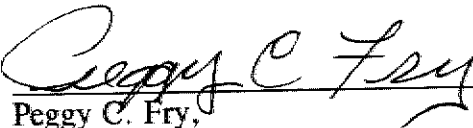
ADDRESS

3440 Beverly Street
Boise, Idaho 83709

DATED This 30 day of June, 1998.



William R. Fry,
Incorporator and Director



Peggy C. Fry,
Director