

State of Idaho

Department of State

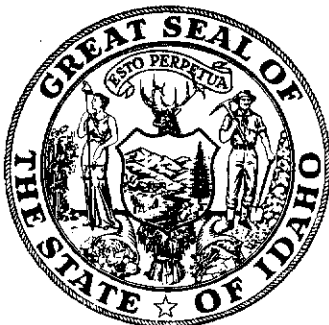
CERTIFICATE OF AUTHORITY OF

WAL-MART ASSOCIATES, INC.
File number C 116660

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WAL-MART ASSOCIATES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to WAL-MART ASSOCIATES, INC. to transact business in this State under the name WAL-MART ASSOCIATES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 4, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Lois Smock*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is Wal-Mart Associates, Inc.
- The name which it shall use in Idaho is _____
- It is incorporated under the laws of Delaware
- Its date of incorporation is 8/30/96 and its duration, if other than perpetual, is Perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is
1574 North Dupont Hwy., Dover, Delaware 19901
- The address to which correspondence should be addressed, if different than item 5, is
702 SW 8th Street, Bentonville, Arkansas 72716
- The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
and its registered agent in Idaho at that address is C T Corporation System
- The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.
- The names and respective addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

- The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: Sept 16, 1996
By: Robert K. Rhoads
Its President, Vice President, Secretary or Assistant Secretary
(please specify)
Robert K. Rhoads

IDAHO SECRETARY OF STATE
Secretary of State use only DATE 09/30/1996 0900
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CK #: 14101361 CUST# 2136
AUTH PRO
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ADDENDUM

OFFICERS

David D. Glass, President and CEO

702 SW 8th Street, Bentonville, Arkansas 72716

Joe Hardin, Executive Vice President

702 SW 8th Street, Bentonville, Arkansas 72716

James A. Walker, Jr., Senior Vice President and Controller

702 SW 8th Street, Bentonville, Arkansas 72716

Robert K. Rhoads, Senior Vice President and Secretary

702 SW 8th Street, Bentonville, Arkansas 72716

Terri Bertschy, Vice President and Treasurer

702 SW 8th Street, Bentonville, Arkansas 72716

DIRECTOR

David D. Glass

702 SW 8th Street, Bentonville, Arkansas 72716

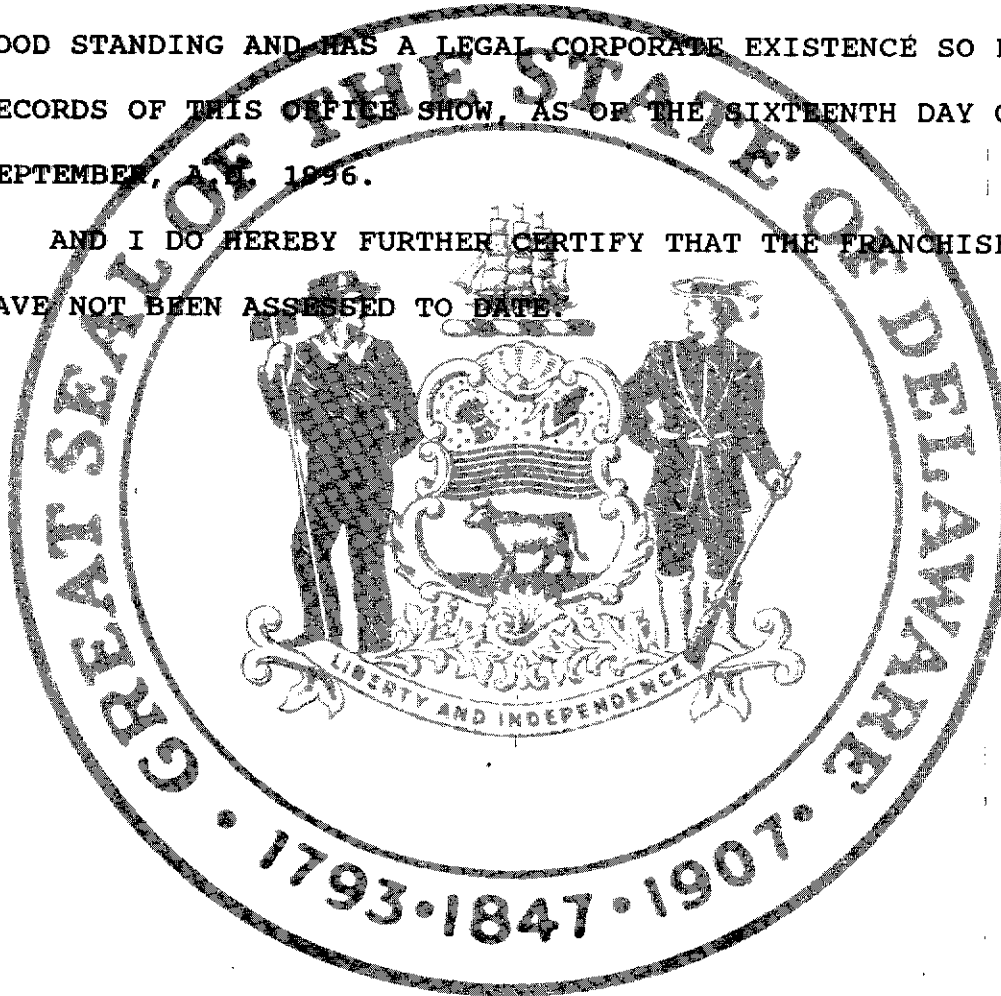
State of Delaware
Office of the Secretary of State

PAGE 1

SEP 30 11 24 AM '96
SECRETARY OF STATE
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WAL-MART ASSOCIATES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF SEPTEMBER, 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.




Edward J. Freel, Secretary of State

2658795 8300

AUTHENTICATION:

8105224

960267706

DATE:

09-16-96

WAL★MART

SEP 30 11 24 AM '96
SECRETARY OF STATE
STATE OF IDAHO

WAL★MART STORES, INC.
702 S.W. 8TH STREET
BENTONVILLE, AR 72716-8095
PHONE: 501-273-4505
FAX: 501-273-8650

CONSENT TO USE OF NAME

Wal-Mart Stores, Inc., a corporation organized under the laws of the State of Delaware, hereby consents to the qualification of Wal-Mart Associates, Inc. in this state.

IN WITNESS WHEREOF, the said Wal-Mart Stores, Inc. has caused this consent to be executed by its SENIOR VICE PRESIDENT and attested by its ASSISTANT SECRETARY, this 20th day of September, 1996.

WAL-MART STORES, INC.

By

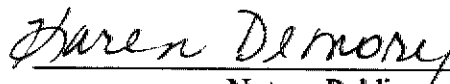

Robert K. Rhoads, Senior Vice President

Attest:


Allison Garrett, Assistant Secretary

23rd Subscribed and sworn to before me, a Notary Public within and for the County of Benton this day of September, 1996.

My Commission expires: 7/1/00


Notary Public
Karen Demory