

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NORTH COUNTRY DISTRIBUTING, INC.

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 _____

NORTH COUNTRY DISTRIBUTING, INC.

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: *July 30, 1982*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
NORTH COUNTRY DISTRIBUTING, INC.

ARTICLE I.

The name of the Corporation shall be NORTH COUNTRY DISTRIBUTING, INC.

ARTICLE II.

The period of duration shall be perpetual.

ARTICLE III.

The purposes for which the Corporation is organized shall be conducting the business of a manufacturers' wholesale distributor to retail sales outlets of quality, natural food products, and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV.

The aggregate number of shares of which the Corporation shall have authority to issue shall be forty thousand (40,000) shares of one class only, the par value of which shall be One (\$1.00) Dollar per share.

ARTICLE V.

The internal affairs of the Corporation shall be governed by the duly adopted bylaws of the Corporation.

ARTICLE VI.

The address of the Corporation's initial registered office shall be 212 North 1st Avenue, Sandpoint, Idaho 83864, with a mailing address of 212 North 1st Avenue, Sandpoint, Idaho 83864; the name of the Corporation's initial registered agent at such address is Peter F. Dodds, CPA.

ARTICLE VII.

The number of directors constituting the initial Board

COOKE, LAMANNA
& SMITH
CHARTERED
ATTORNEYS AT LAW
P. O. BOX C
SANDPOINT, IDAHO 83864
TELEPHONE NO. 263-3115

of Directors shall be three (3); the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors be elected and qualified, are Shawn P. Duffey, P.O. Box 9, Cocolalla, Idaho 83813, Steven T. Duffey, P.O. Box 42, Cocolalla, Idaho 83813, and Larry B. Ainsworth, Route 2, Box 229 A 1, Sandpoint, Idaho 83864.

ARTICLE VIII.

The names and addresses of the incorporators are as follows: Shawn P. Duffey, P.O. Box 9, Cocolalla, Idaho 83813, Steven T. Duffey, P.O. Box 42, Cocolalla, Idaho 83813 and Larry B. Ainsworth, Route 2, Box 229 A 1, Sandpoint, Idaho 83864.

DATED this 22 day of July, 1982.

NORTH COUNTRY DISTRIBUTING, INC.

BY:

Shawn P. Duffey
Shawn P. Duffey

Steven T. Duffey
Steven T. Duffey

Larry B. Ainsworth
Larry B. Ainsworth