State of Idaho

Department of State

CERTIFICATE OF AMENDMENT

OF

HUNTSMANS THRIFTWAY, INC.

File Number C 90210

    I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of HUNTSMANS THRIFTWAY, INC., changing the corporate name to HUNTSMANS FOOD STORES, INC., duly executed 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: March 25, 1996

SECRETARY OF STATE

By _Tonya Herold_

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF HUNTSMANS THRIFTWAY, INC.

Pursuant to § 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its articles of incorporation as amended:

1. The name of the corporation is Huntsmans Thriftway, Inc.

2. The following amendments to the articles of incorporation as amended were adopted by the shareholders of the corporation on March 21, 1996, in a manner prescribed by the Idaho Business Corporation Act:

> The articles of incorporation filed with the Secretary of State on August 28, 1989, and the amended articles filed with the Secretary of State on March 16, 1990, are amended by deleting all of article 1 and substituting the following new article 1:
>
> 1. Name
>
>   The name of the corporation is Huntsmans Food Stores, Inc.

3. The number of shares of the corporation outstanding at the time of the adoption of the amendment was 200 and the number of shares entitled to vote on the amendment was 200. The vote was 200 shares in favor and 0 shares opposed.

Date: March 21, 1996

Huntsmans Thriftway, Inc.

By: _____
Its: President

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