

Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

KLOTZ DRUG, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 20th day of October 19 78 , original articles of amendment, as provided by Section s 30-146 and 30-147, Idaho Code, Increasing its authorized capital stock to \$400,000.00

and that the said articles of amendment contain the statement of facts required by law, and are / will be recorded on ~~Film~~ No. microfilm of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 20th day of October , A. D., 19 78 .

Secretary of State

FIRST AMENDED
ARTICLES OF INCORPORATION

FOR

KLOTZ DRUG, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a natural person and a citizen of the United States of America, of the age of 21 years and upwards, and the owners of all of the outstanding shares of stock of KLOTZ DRUG, INC., pursuant to the laws of the State of Idaho, do hereby amend the Articles of Incorporation of KLOTZ DRUG, INC. in the following respects, and execute this Amended Articles of Incorporation in triplicate:

ARTICLE III

The location and post office address of the registered office of this corporation in the State of Idaho, is 101 East Appleway, Coeur d'Alene, Idaho, 83814. The registered agent at the registered office is GARY A. CLIZER.

ARTICLE IV

This corporation is authorized to issue two (2) classes of shares of stock to be designated respectively, Class A, Voting Common, and Class B, Non-voting Common; the total number of shares which this corporation shall have the authority to issue is 4,000 shares, and the aggregate value of all shares shall be \$400,000.00; the number of Class A Voting Common shares, shall be ten percent (10%) of the total authorized shares, 400 shares and the par value of each share of such class shall be \$100.00, and the number of Class B Non-voting Common shares shall be ninety percent (90%) of the total authorized shares, 3,600 shares and the par value of each share of such class shall be \$100.00.

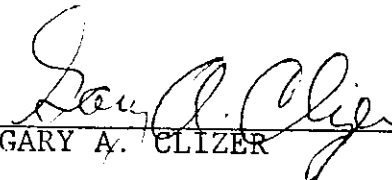
(A) The holders of Class A Voting Common shares, shall be entitled to all of the usual rights, preferences, and privileges of common stock in accordance with those granted pursuant to these Amended Articles of Incorporation, or those granted pursuant to law. The holders of Class A Voting Common shares shall have the exclusive voting rights, except as otherwise provided by law or these Amended Articles of Incorporation, and shall have the exclusive right to notice of shareholders meetings.

(B) The holders of Class B Non-voting Common shares, shall not be entitled to any voting rights or any notice of shareholders meetings, except where otherwise provided by law or by these Amended Articles of Incorporation. The holders of Class B Non-voting common shares shall be entitled to all other rights, preferences, and privileges on an equal basis with the holders of Class A Voting Common shares.

(C) This stock, to the extent possible, shall be issued pursuant to the provisions of Section 1244 of the 1954 Internal Revenue Code.

(D) The corporation is permitted to purchase its own stock. Any stockholder desiring to sell or otherwise transfer his or her shares of stock, must give the corporation the right of first refusal to purchase said shares of stock.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 6 day of October, 1978.



GARY A. CLIZER


EDWARD D. GALLIVAN

STATE OF IDAHO)
 ss.
County of Kootenai)

On this 6 day of October, 1978, before me, the undersigned Notary Public, personally appeared GARY A. CLIZER and EDWARD D. GALLIVAN, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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


Notary Public for Idaho
Residing at:
Comm. Expires: