

CERTIFICATE OF INCORPORATION
OF

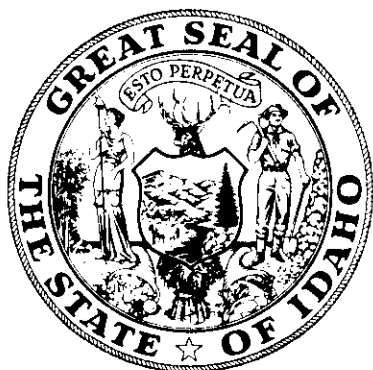
SOS DISCOUNT STATIONERS, INC.

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 _____
SOS DISCOUNT STATIONERS, 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 19, 1962



SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF STATE

SOS, DISCOUNT STATIONERS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned persons, being citizens of the United States of America, and of full legal age, being residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a domestic, profit making corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify as follows:

ARTICLE I

NAME: The name of this Corporation shall be "SOS DISCOUNT STATIONERS, INC."

ARTICLE II

DURATION: The Corporation shall have perpetual existence, unless sooner dissolved by action of the stockholders or by operation of law.

ARTICLE III

PURPOSES: The purposes for which this Corporation is formed shall be as follows:

a) To perform or act in any or all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world.

b) To carry on the business of wholesale and retail sale and distribution of office equipment, office machinery, stationery, paper supplies, office machinery repair, and any product which may relate to the equipping and maintaining any administrative or business office of any kind or nature; or which may relate to any home service or personal service, requiring paper or printing.

c) To enter into, make, perform and carry out contracts, leases, deeds, notes, mortgages; to borrow money, hypothecate property and deal in any manner with any chose in action or

involving any kind or form of property or property right, in any amount, character or kind; and to deal and contract with any person, firm or corporation or other legal entity.

(d) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise, real and personal property of every kind and nature, including debts, dues, demands, evidences of debts, bonds and stocks of corporations, public or private; to specifically buy, sell or deal in the stock of this Corporation.

(e) To own, hold, lease, sublet, buy or sell, on its own account or for others, every kind of merchandise or property.

(f) To build any and all shops, buildings, warehouses and structures, at any place proper or convenient to carry on any or all of the purposes stated in these Articles.

(g) To purchase or otherwise acquire and own the common or preferred stock of any private or public corporation; and to purchase, acquire and deal in this Corporations's common stock, other than as may be prevented by the laws of Idaho.

(h) To issue corporate bonds or debentures; form subsidiary corporations; enter joint ventures or form partnerships with any person, form or corporation.

(i) In addition to the foregoing powers, to have all authority, powers and rights granted by the laws of the State of Idaho, particularly Section 30-1-4, Idaho Code, as the same may be amended.

(j) To transact and do all such things as are or may be considered as conducive or incidental to each and every purpose being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the Corporation.

ARTICLE IV

REGISTERED OFFICE & AGENT: The registered office of this Corporation and the principle place for the transaction of its business is designated as; Donald I. Burney, 838 Balsam, Boise, Idaho 83706. The Principle Place of Business; 715 South Latah,

Boise, Idaho 83705. The registered agent is Donald I. Burney.

ARTICLE V

DIRECTORS & OFFICERS: Until the organizational meeting of the stockholders and formal election of a board of directors and officers of this Corporation, the undersigned incorporators shall be the directors of the Corporation. They are: DONALD I. BURNEY, 838 Balsam, Boise, ID 83706; and KATHLEEN A. BURNEY, 838 Balsam, Boise, ID 83706. The board of directors shall be elected at the organizational meeting of the stockholders of the Corporation and at each meeting of the stockholders annually, as may be prescribed by the by-laws. The board of directors of this Corporation shall consist of not less than five persons nor more than seven, to be determined by any regular or special meeting of the stockholders. Directors shall have the qualifications of stockholders of this Corporation as defined by the corporate by-laws, but shall not be required to be actual stockholders in order to serve.

ARTICLE VI

CAPITAL STOCK: The authorized capital stock of this corporation shall be 100,000 shares with a par value of One (\$1.00) Dollar per share, lawful money of the United States of America, amounting to \$100,000. The transfer of stock shall be restricted as provided in the By-Laws. All stock issued shall comply with and be subject to the operation of Section 1240, Internal Revenue Code, United States of America.

ARTICLE VII

INCORPORATORS & STOCK SUBSCRIPTION: The amount of capital stock subscribed as of the date of execution of these articles and the names and addresses of the incorporators and subscribers are:

	<u>SHARES SUBSCRIBED</u>
Donald I. Burney 838 Balsam Boise, ID 83706	13,000 shares
Kathleen A. Burney 838 Balsam Boise, ID 83706	12,000 shares

ARTICLE VIII

CONFLICT OF INTEREST: No contract or other transaction between the corporation and any other corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the board of directors or a majority thereof; and any director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE IX

The Board of Directors is expressly authorized to repeal and amend the By-Laws of the corporation and to adopt new By-Laws, and the corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles, in the manner now or hereafter prescribed by law, by a majority vote of the stockholders, represented in person or by proxy, at any annual meeting of the stockholders or at any meeting duly called for that purpose, except where the laws of the said State of Idaho otherwise provide.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 19th day of June, 1983.

Donald I. Burney
Donald I. Burney, Incorporator


Kathleen A. Burney
Kathleen A. Burney, Incorporator

Robert M. Robson
Robert M. Robson, Incorporator

STATE OF IDAHO)
) ss:
County of Ada)

On this 19th day of July, 1983, before me,
the undersigned, Notary Public in and for said State, personally
appeared known to me to be the persons whose names are subscribed
to the within and foregoing ARTICLES OF INCORPORATION and acknow-
ledged 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 in this certificate
first above written.



Notary Public for Idaho
residing at Boise therein

(SEAL)