



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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 original of the articles of incorporation of

**LEE'S HONEY DRUG, INC.**

was filed in the office of the Secretary of State on the **Twelfth** day of **November**, A.D. One Thousand Nine Hundred **Sixty-four** and

~~will be~~ / ~~duly recorded on Film No.~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

**Fifty years** from the date hereof, with its registered office in this State located at **Pocatello** in the County of **Bannock**.

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 **12th** day of **November**, A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

LEE'S HIWAY DRUG, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being all bona fide citizens of the United States of America, over the age of twenty-one years, do, under and in pursuance of the general corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

I.

That the name of this corporation is, and shall be LEE'S HIWAY DRUG, INC.

II.

That the period of the existence of this corporation shall be fifty (50) years.

III.

That the principal office of this corporation shall at Pocatello, Bannock County, Idaho, and that other offices for the transaction of the business of said corporation shall be established by the Board of Directors from time to time, both within and outside of the State of Idaho, and that the meetings of the Board of Directors may be had pursuant to the provisions of the By-Laws at the principal office or at such other places as the By-Laws shall provide.

IV.

The purposes for which this corporation is formed are as follows:

- (a) To institute, enter into, assist, conduct, perform, carry on, or participate in every kind of commercial,

manufacturing, mercantile, industrial, or wholesale or retail drug enterprise, business or work, contract, undertaking, venture or operation, and, without limiting the generality of the foregoing, to manufacture, purchase, or otherwise acquire, hold, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, invest, trade, deal in and deal with goods, wares and merchandise of every class and description; and in particular, drugs, medicines, chemicals, pharmaceutical, medicinal, chemical, and other preparations and articles, paints, oils, dyestuffs, glassware, toilet articles, fancy goods, druggists' sundries, perfumery, cigars, tobacco, soda water, foods and drinks, stationery, paper, books, periodicals, confectionery, surgical apparatus, physicians' and hospital supplies, photographic and optical goods, machinery, tools and apparatus of all kinds.

(b) To buy, sell, hold, acquire, own, mortgage, hypothecate, convey, transfer, lease, exchange, trade and dispose of real and personal property.

(c) To invest the capital of the company for any of the purposes aforesaid, and in building or otherwise improving or adding to the marketable value of the lands or other properties from time to time acquired by the company.

(d) Subject to the provisions of law, the company may purchase or otherwise acquire, hold, and re-issue the shares of its capital stock.

(e) To acquire the good will, rights, property and assets of all kinds, and to undertake the whole or any part of the liabilities of any person, firm, association or associations, corporation or corporations, on such terms and conditions as may be agreed on, and to pay for same in cash, stock, bonds, debentures, or other securities of this corporation or otherwise; to acquire and undertake any or all part of the business assets and liabilities of any person, firm, association or corporation.

(f) In the purchase or acquisition of property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs, and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferrable instruments and evidences of indebtedness of all kinds, whether secured instruments by mortgage, pledge, deed of trust or otherwise.

g. To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal, or body politic and with the Government of the United States, or any state, territory or colony thereof, or any foreign government.

h. In general, but in connection with the foregoing, the company may carry on any other business and have and exercise all the powers conferred by the laws of Idaho upon corporations formed under the laws of said state; it 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 company.

V.

The corporate powers, business and property of the company shall be exercised, conducted and controlled by a board of three directors, who shall be elected by the stockholders in accordance with the by-laws, and who shall have the power to repeal, amend and adopt new by-laws of and for the company, and to hold their meetings pursuant to the provisions of the by-laws, and at such places and at such times as the said Board of Directors may, by resolution, direct, or by act of the Board fix, both within and outside of the State of Idaho.

VI.

That the amount of the authorized capital stock of this corporation shall be FIFTY THOUSAND DOLLARS (\$50,000.00), divided into Fifty Thousand Shares of the par value of One Dollar (\$1.00) per share.

VII.

That the amount of said capital stock, i.e., Fifty Thousand Shares shall be non-assessable.

VIII.

That the amount of said capital stock that has been actually subscribed is three (3) shares, and the names and addresses of the persons who have subscribed therefor, and the number of shares subscribed by each, are as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Marlin H. Fenton	336 Yellowstone, Pocatello, Idaho	1
Isaac McDougall	P. O. Box 111, Pocatello, Idaho	1
Vernon E. Obrey	P. O. Box 1773, Pocatello, Idaho	1

That the foregoing named incorporators are all persons of full age, and fully competent, and that all of them are citizens of the United States of America.

IN WITNESS WHEREOF, we have hereunto set our hands  
and seals this 30<sup>th</sup> day of October, 1964.

Marlin Felton (SEAL)

Isaac McDougall (SEAL)

Vernon E. Obrey (SEAL)

STATE OF IDAHO                    )  
                                      )  
COUNTY OF BANNOCK            )     ss.

On this 30<sup>th</sup> day of October, 1964, before me, the  
undersigned, a Notary Public in and for said County and State,  
personally appeared,

Marlin H. Felton, Isaac McDougall and Vernon E.  
Obrey,

known to me to be the persons whose names are subscribed to the  
foregoing 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 in this certificate  
first above written.

Leidell T. Kasper  
NOTARY PUBLIC for Idaho,  
Residing at Pocatello, Idaho