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Articles of Restatement of The Depot Company

THESE ARTICLES OF RESTATEMENT of The Depot Company are hereby executed on behalf of The Depot Company as follows:

1. The name of the Corporation is The Depot Company.
2. The Depot Company's amended and restated Articles of Incorporation are as follows:

ARTICLE I. NAME

The name of the corporation shall be The Depot Company and shall hereinafter be referred to as the "Corporation."

ARTICLE II. PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful business of a corporation incorporated under the Idaho Business Corporation Act, including any amendments thereto or successor statute that may hereinafter be enacted.

ARTICLE III. TERM

The term for which the Corporation is to exist is perpetual.

ARTICLE IV. PRINCIPAL OFFICE AND PLACE OF BUSINESS

The principal office and place of business of the Corporation is located at 1101 N. 3rd Street, in the City of McCall, County of Valley, State of Idaho, and the mailing address for the Corporation's principal office is P.O. Box 1066, McCall, Idaho 83638-1066.

**ARTICLE V.
REGISTERED AGENT**

Steven J. Millemann is the Corporation's registered agent and is located at 706 North First Street, in the City of McCall, County of Valley, State of Idaho.

**ARTICLE VI.
CORPORATE STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares, of which One Hundred (100) shares of no par value per share shall be designated Class A Voting Common Stock and Nine Thousand Nine Hundred (9,900) shares of no par value per share shall be designated Class B Non-Voting Common Stock.

Each share of Class A Voting Common Stock shall have the same rights, privileges and voting power and each share of Class B Non-Voting Common Stock shall have the same rights and privileges as each other share of both voting and non-voting common stock, except that shares of non-voting common stock shall not be entitled to vote. The voting and non-voting common stock shall constitute a single class of stock in accordance with Sections 1361(b)(1)(D) and 2701(a)(2)(B) of the United States Internal Revenue Code of 1986, as Amended.

3. The foregoing text of the Amended and Restated Articles of Incorporation consolidate all prior amendments to The Depot Company's Articles of Incorporation into a single document. Approval by the Shareholders of the foregoing Amended and Restated Articles of Incorporation is required and as such the foregoing Amended and Restated Articles of Incorporation were duly and unanimously approved by the Shareholders and Directors of The Depot Company in a Consent Resolution of Directors and Shareholders in Lieu of Special Meeting for The Depot Company executed on even date herewith, in the manner required by the Corporation's Articles of Incorporation and by Title 30, Chapter 29, Idaho Code.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

DATED this 1st day of December, 2019.

The Depot Company, an Idaho corporation

By: [Signature]
David John Carey, II, President

Attest:

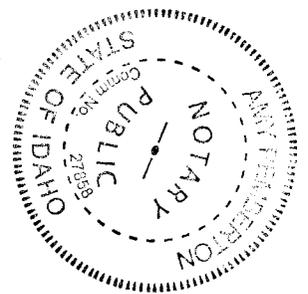
[Signature]
Ruth Carey, Secretary

STATE OF IDAHO)
 : ss.
COUNTY OF Valley)

On this 1th day of December, 2019, before me, a Notary Public for the State of Idaho, personally appeared David John Carey, II, known to me to be the person named in the foregoing, and acknowledged to me that he executed the same as his free act and deed, for the uses and purposes therein mentioned.

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

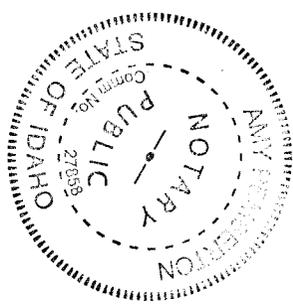
[Signature]
Notary Signature



STATE OF IDAHO)
)
) : ss.
COUNTY OF Valley)

On this 17th day of December, 2019, before me, a Notary Public for the State of Idaho, personally appeared Ruth Carey, known to me to be the person named in the foregoing, and acknowledged to me that she executed the same as her free act and deed, for the uses and purposes therein mentioned.

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



Amy Robertson
Notary Signature