



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

C & R, 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 the above named corporation, 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: **March 20, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION

OF

C & R, INC.

The undersigned, who are natural persons of full age and citizens and residents of the State of Idaho and the United State of America, for the purpose of forming a corporation under the laws of the State of Idaho, hereby certify and declare:

ARTICLE I

The name of this corporation shall be C & R, INC.

ARTICLES II

The purposes for which it is formed are:

To establish, purchase, lease as lessee, or otherwise acquire, to own, operate, and maintain, and to sell, mortgage, deed in trust, lease as lessor, and otherwise dispose of retail stores or departments therein; to buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business; to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees, or otherwise; and, all lawful purposes for which corporations can be organized.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The location of the corporation and its initial registered office is Route 3 Box 3522, City of Burley, County of Cassia, State of Idaho, 83318. The initial registered agent at such address shall be RODGER D. WHIPPLE.

ARTICLE V

The name and mailing address of such incorporator(s) of this corporation are as follows:

RODGER D. WHIPPLE
Route 3 Box 3522
Burley, Idaho 83318

DALE E. WHIPPLE
Route 3 Box 3522
Burley, Idaho 83318

MARILYN WHIPPLE
Route 3 Box 3522
Burley, Idaho 83318

ARTICLE VI

The total authorized number of shares of this corporation shall be one thousand (1,000) shares with no par value, all having the same relative rights, preferences and restrictions on the sale and transfer of the same as set out in the By-Laws of the Corporation.

ARTICLE VII

The above named incorporators shall also constitute the initial board of directors of this corporation until the first annual meeting of the stockholders.

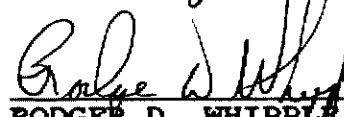
IN WITNESS WHEREOF, we have made and subscribed these Articles of Incorporation in duplicate originals this 13 day of February, 1989.



DALE E. WHIPPLE



MARILYN WHIPPLE



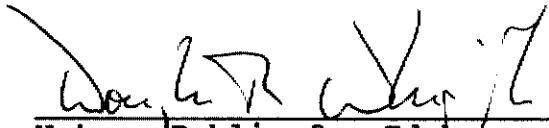
RODGER D. WHIPPLE

STATE OF IDAHO)
 ss.
County of Cassia)

On this 13th day of February, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared DALE E. WHIPPLE, MARILYN WHIPPLE and RODGER D. WHIPPLE, 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.

(SEAL)



Notary Public for Idaho
Residing at Burley, Idaho
My commission expires: Aug. 1992