

State of Idaho

Office of the Secretary of State

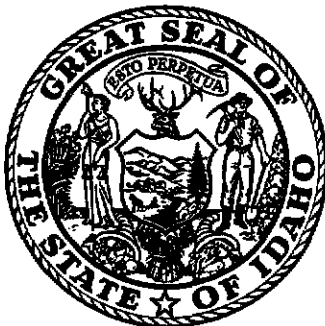
**CERTIFICATE OF AUTHORITY
OF
JEWEL FOOD STORES, INC.**

File Number C 182945

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 29, 2009



Ben Yursa

SECRETARY OF STATE

By *Sheryl Salinas*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 APR 29 AM 11:38

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Jewel Food Stores, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Ohio

4. Its date of incorporation is: 12/26/2008

5. The address of its principal office is:

150 Pierce Road, Suite 200, , Itasca , IL 60143

6. The address to which correspondence should be addressed, if different from item 5, is:
- _____

7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, Idaho 83702

and its registered agent in Idaho at that address is: C T Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office Held	Business Address
<u>SEE ATTACHMENT</u>		

Dated: _____

Signature: _____

Typed Name: John P. Breedlove

Capacity: VP & Secy.

[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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form\app\corporate\id\idonly_print.pdf
Revised 08/2005

IDAHO SECRETARY OF STATE
04/29/2009 05:00
CK: 16361 CT: 20160 BH: 1168247
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C182945

Jewel Food Stores, Inc. off, dir, wk address

JEWEL FOOD STORES, INC.

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Appointments Name	Appointed as	Work address
David L. Boehnen	Executive Vice President	11840 Valley View Rd., Eden Prairie MN 55344, United States
Stephen C. Bowater	Vice President and Chief Financial Officer, Jewel Osco Div	150 Pierce Road, Suite 200, Itasca IL 60143, United States
John F. Boyd	Director	250 Parkcenter Blvd., PO Box 20, Boise ID 83728
John F. Boyd	Vice President & Treasurer	250 Parkcenter Blvd., PO Box 20, Boise ID 83728
John P. Breedlove	Director	11840 Valley View Rd., Eden Prairie MN 55344, United States
John P. Breedlove	Vice President and Secretary	11840 Valley View Rd., Eden Prairie MN 55344, United States
Nancy E. Chagares	Senior Vice President, Marketing and Merchandising	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Timothy A. Corry	Vice President, Human Resources	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Shella Creggin	Vice President, North Area	
Douglas M. Cygan	Vice President, GM and Grocery Merchandising	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Edward N. Hanson	Group Vice President, Retail Merchandising	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Robert L. Hughes	Vice President, Central Area	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Pamela K Knous	Executive Vice President	11840 Valley View Rd., Eden Prairie MN 55344, United States
Joseph M. McKeska	Vice President, Real Estate & Construction	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Ronald T. Mendes	Assistant Secretary	250 Parkcenter Blvd., PO Box 20, Boise, ID, 83728, U.S.A.
Ronald T. Mendes	Vice President	250 Parkcenter Blvd., PO Box 20, Boise, ID, 83728, U.S.A.
Keith I. Nielsen	President	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Barbra A. Nunziato	Assistant Secretary	150 Pierce Road, Suite 200, Itasca IL 60143, United States
John C. Owen	Vice President, Logistics	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Jeffrey Peszek	Vice President, Fresh Food Merchandising	
Thomas S. Rousonelos	Vice President, Pharmacy Operations	
Warren E. Simpson	Assistant Secretary	11840 Valley View Rd., Eden Prairie MN 55344, United States
Sherry M. Smith	Senior Vice President	11840 Valley View Rd., Eden Prairie MN 55344, United States
Doyle J. Troyer	Vice President	250 Parkcenter Blvd., PO Box 20, Boise ID 83728
Thomas J. Walter	Vice President, Labor Relations	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Roy C. Whitmore	Vice President, South Area	150 Pierce Road, Suite 200, Itasca IL 60143, United States
Carol L. Wood	Assistant Secretary	250 Parkcenter Blvd., PO Box 20, Boise ID 83728
Constance Zalo	Assistant Secretary	150 Pierce Road, Suite 200, Itasca IL 60143, United States

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show JEWEL FOOD STORES, INC., an Ohio corporation, Charter No. 1825949, having its principal location in Cleveland, County of Cuyahoga, was incorporated on December 26, 2008 and is currently in GOOD STANDING upon the records of this office.



***Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 24th day of April, A.D. 2009***

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V2009114A25643