

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
RANDALLS, INC.**

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**SECRETARY OF STATE
STATE OF IDAHO**

The undersigned natural person of majority age, acting as the incorporator of a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation shall be: **RANDALLS, INC.**

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES**

The general nature of the business to be transacted, promoted and carried on by the Corporation, and the objects and purposes for which the Corporation is organized are:

(a) To do and transact any and all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act, as amended from time to time; and,

(b) To do everything necessary, proper, advisable and convenient for the accomplishment of the purposes herein set forth, and to do all other things incidental to or connected with the purposes herein set forth, which are not forbidden by the laws of the State of Idaho, or by these Articles of Incorporation.

**ARTICLE IV
POWERS**

The Corporation shall have and exercise all powers and rights conferred upon corporations by the Idaho Business Corporation Act and any enlargements of such powers and rights conferred by subsequent legislative acts or acts of the voters of the State of Idaho; the Corporation shall have and exercise all powers and rights not otherwise denied corporations by the laws of the State of Idaho or by these Articles of Incorporation as are necessary, suitable, proper, convenient or expedient to the attainment of the purposes set forth in Article III.

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ARTICLE V AUTHORIZED SHARES

The aggregate number of shares which this Corporation shall have authority to issue is 10,000, having a par value of \$1.00 each, all of which shall be common stock.

ARTICLE VI DENIAL OF PREEMPTIVE RIGHTS

The holders of the common shares of the Corporation shall not have preemptive rights to purchase any shares of the Corporation hereafter issued, or any securities exchangeable for or convertible into such shares, or any warrants, or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares of the Corporation.

ARTICLE VII RESTRICTIONS ON SALE, ASSIGNMENT OR OTHER TRANSFER OF SHARES

The shareholders of the Corporation may by the adoption of appropriate bylaws or by separate agreement restrict the sale, assignment or other transfer of the shares of the Corporation.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a Board of Directors. The number of directors shall be fixed from time to time by the Bylaws, and the number may be altered as therein provided.

Until the directors are elected, the incorporator shall have the power to direct the affairs of the organization of the Corporation, and may take such steps as are proper to obtain the necessary subscriptions to stock and to perfect the organization of the Corporation, including calling the first meeting of shareholders for the election of directors.

ARTICLE IX AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon shareholders herein are granted subject to this reservation.

**ARTICLE X
PRIVATE PROPERTY OF SHAREHOLDERS AND INCORPORATORS**

The private property of the shareholders shall not be subject to the payment of corporate debts to any extent whatsoever. The private property of the incorporator shall not be subject to payment of corporate debts to any extent.

**ARTICLE XI
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

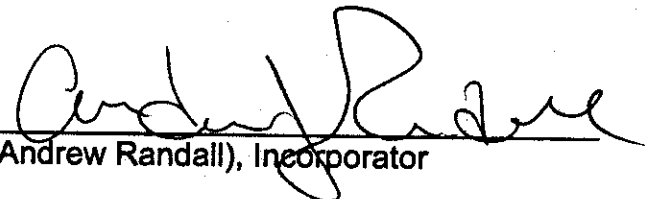
The address of the corporation's initial registered office is 17824 Monarch Way, Nampa, ID 83687 and the name of the initial registered agent at such address shall be Andrew Randall.

**ARTICLE XI
NAME AND ADDRESS OF INCORPORATOR**

The name and street address of the incorporator is as follows:

Andrew Randall 17824 Monarch Way, Nampa, ID 83687
Sheana Randall 17824 Monarch Way, Nampa, ID 83687

DATED this 1st day of November, 2007.


(Andrew Randall), Incorporator