



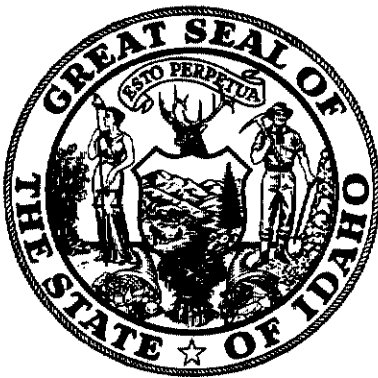
**CERTIFICATE OF INCORPORATION
OF**

THE IDAHO COUNTRY STORE, 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: **January 20, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
THE IDAHO COUNTRY STORE, INC.

JAN 20 4 37 PM '89
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation:

ARTICLE I. NAME

The name of the Corporation is The Idaho Country Store, Inc.

ARTICLE II. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSES AND POWERS

Section 1. The purpose for which the Corporation is organized is: the transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation.

Section 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purposes, including but not limited to the statutory powers specified in the appropriate sections of the Idaho Code, as amended and supplemented.

ARTICLE IV. AUTHORIZED SHARES

Section 1. Number. The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 200,000. The stock shall have no par value.

Section 2. Dividends. The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

ARTICLE VIII. INCORPORATOR

The name(s) of the incorporator(s) is (are) as follows:

<u>Name</u>	<u>Address</u>
David E. Nix	2300 Hillway Drive, Boise, ID 83702

DATED this 20th day of January, 1989.

David E. Nix

STATE OF IDAHO)
) ss.
County of Ada

On this 20th day of January, 1989, before me, a Notary Public in and for said State, personally appeared David E. Nix known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Margaret A. Staples
Notary Public for Idaho

Residing at: Notary Public in and for the State of Idaho
Residing in Nampa, Canyon County, Idaho
My Commission expires April 3, 1993.