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State of Idaho

Department of State

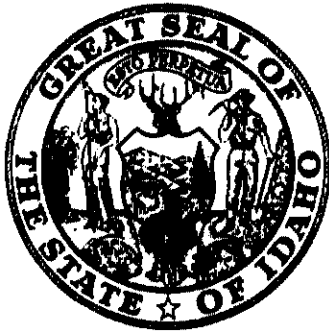
CERTIFICATE OF AUTHORITY
OF

THE SYGMA NETWORK, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE SYGMA NETWORK, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to THE SYGMA NETWORK, INC. to transact business in this State under the name THE SYGMA NETWORK, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: December 16, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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SEC. OF STATE

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1. The name of the corporation is The SYGMA Network, Inc.

2. The name which it shall use in Idaho is Sama

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is January 26, 1984 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

32 Lockerman Square, Suite L-100, Dover, Delaware 19901

6. The address to which correspondence should be addressed, if different from that in item 5.

7125 West Jefferson Avenue, Suite 460, Lakewood, Colorado 80235

7. The street address of its proposed registered office in Idaho is 570 The Prentice-Hall Corporation System, Inc., 877 Main Street, Boise, Idaho 83702-5858 and the name of its proposed

registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Wholesale distribution of food and non-food related items

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

Name	Office	Address
<u>Gregory K. Marshall</u>	<u>Dir; Pres; CEO</u>	<u>7125 W. JEFFERSON AVENUE, SUITE 460 Lakewood, Colorado 80235</u>
<u>La Dee G. Riker</u>	<u>Dir; VP</u>	<u>1390 Endlare Parkway Houston, Texas 77077-2027</u>
<u>Jerry J. Eggebrecht</u>	<u>SR V. P.</u>	<u>7125 W. Jefferson Avenue, Suite 460 Lakewood, Colorado 80235</u>
<u>Sheryl L. Damico</u>	<u>VP-Finance; Dir; Secy; Treasurer</u>	<u>" "</u>
<u>Connie S. Brooks</u>	<u>ASST. Sec'y.</u>	<u>1390 Endlare Parkway Houston, Texas 77077-2027</u>
<u>Thomas P. Kurz</u>	<u>ASST. Sec'y.</u>	<u>" "</u>
<u>William J. Delaney</u>	<u>ASST. Treasurer</u>	<u>" "</u>

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 25, 1991

The SYGMA Network Inc.

(Corporation Name)

By La Dee G. Riker

~~President~~ Vice President (please specify)

and Connie D. Brooks

~~Secretary~~ Assistant Secretary (please specify)

STATE OF TEXAS)

COUNTY OF HARRIS) ss:

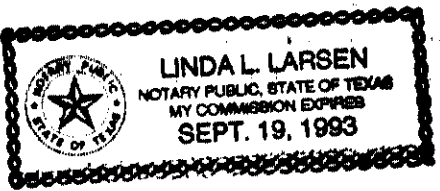
I, Linda L. Larsen, a notary public, do hereby certify that on

this 25th day of November, 19 91, personally appeared before

me La Dee G. Riker, who being by me first duly sworn, declared that (s)he

is the Vice President of The SYGMA Network, Inc.

(that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.



Linda L. Larsen
Notary Public



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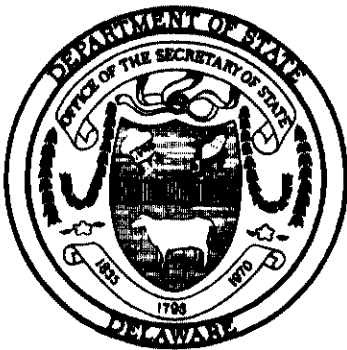
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE SYGMA NETWORK, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

* * * * *



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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3259865

DATE: 12/06/1991