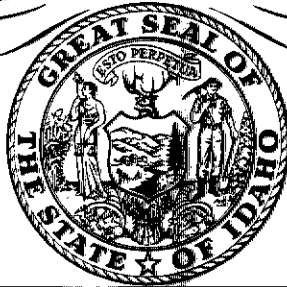


# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

#### **SUPER THRIFT DRUGS, INC.**

was filed in the office of the Secretary of State on the **First** day of **March**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **123** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Parma** in the County of **Canyon**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **1st** day of **March**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

of

SUPER THRIFT DRUGS, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all of whom are of full legal age and bona fide residents of the State of Idaho and citizens of the United States of America, this day having voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify;

ARTICLE I

Name

The name of this corporation shall be SUPER THRIFT DRUGS, INC.

ARTICLE II

Purposes

The purposes for which this corporation is formed are as follows:

(a) To acquire, own and operate one or more drug store businesses, including, but not limited to, the purchase and sale of personal property of all kinds, including drugs, medicines, chemicals, sanitary appliances, hospital and physician supplies and other goods and merchandise used in and pertaining to the said business, including any type of merchandise usually bought and sold in drug stores, and to deal in and carry on a general merchandise business and do all acts and things reasonable and necessary for the conduct of such business;

(b) To purchase, take, lease, exchange, hire or otherwise acquire any real and personal property or any rights or privileges

therein, which this corporation may deem necessary and convenient for the purpose of its business; to buy, own, hold and sell real and personal property for any purpose of its business and to dispose of the same at will.

(c) To borrow money with which to purchase or control drug stores or similar businesses or for any purpose related to the business of the corporation.

(d) To lend or advance money to any person, persons, corporations, business or association for the purpose of purchasing or selling drug stores generally.

(e) To issue, sell and dispose of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds entered into to raise money for the carrying out of the purposes of this corporation.

(f) To do every thing or things herein set forth to the same extent and as fully as natural persons might do or could do in the State of Idaho or in any state, country or place.

(g) To have offices, and stores, and conduct its business and promote its objects within and without the State of Idaho, in other States, the District of Columbia, the Territories and Colonies of the United States and in foreign countries without restriction as to place or amount; and this corporation shall have the power to hold meetings within or without the State of Idaho as may be determined from time to time by its By-Laws.

(h) In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conveyed by the State of Idaho upon business corporations, it being expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE III

Duration

This corporation shall have perpetual existence.

ARTICLE IV

Place of Business

The location and post office address of the registered office of this corporation in the State of Idaho shall be Parma, Canyon County, Idaho.

ARTICLE V

Stock

This corporation is authorized to issue one class of shares of capital stock and it is designated as common stock. The total number of shares of the common stock which this corporation shall be authorized to issue is One Thousand. The aggregate par value of the said shares of common stock shall be One Hundred Thousand Dollars (\$100,000).

The par value of each of the shares of common stock shall be One Hundred Dollars (\$100).

ARTICLE VI

Incorporators

The names and post office addresses of each of the incorporators of this corporation and the number of shares of the common stock subscribed by each, are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>Shares</u>
Preston D. Seely	Parma, Idaho	1
Mary Katherine Seely	Parma, Idaho	1
Nelson Taylor	Nampa, Idaho	1
Jacqueline S. Taylor	Nampa, Idaho	1

Each of the persons above named as an incorporator is a natural person, over the age of twenty-one years and a citizen of the United States of America.

## ARTICLE VII

### Capital Stock

The capital stock of this corporation shall be non-assessable and the private property of the shareholders in this corporation shall not be liable for the debts, obligations and liabilities of this corporation.

## ARTICLE VIII

### Directors

The number of directors of this corporation shall be at least three (3) and such additional number of directors as may be determined from time to time by the By-Laws of the corporation.

## ARTICLE IX

### Powers

The Board of Directors of this corporation shall have the power to repeal and amend the By-Laws of this corporation and adopt new By-Laws. Such power shall not extend to making or altering any By-Laws fixing the qualifications, classifications, term of office or compensation of the Board of Directors and this authority shall not be interpreted as taking from the shareholders that power and authority given to them by Section 30-132, Idaho Code, as amended.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 1<sup>st</sup> day of March, 1963.

Lester Seely  
Mary Katherine Seely  
Nelson Taylor  
Jacqueline S. Taylor

STATE OF IDAHO     )  
                              : ss  
County of Canyon )

On this 1<sup>st</sup> day of March, 1963, before me,  
B. James Koehler, Jr., a Notary Public in and for said State, per-  
sonally appeared Preston D. Seely, Mary Katherine Seely, Nelson  
Taylor, and Jacqueline S. Taylor, known to me to be the persons  
whose names are subscribed to the foregoing ARTICLES OF INCORPORATION  
of SUPER THRIFT DRUGS, INC., and acknowledged to me that they  
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and af-  
fixed my official seal the day and year in this certificate first  
above written.

B. James Koehler, Jr.  
Notary Public for Idaho,  
Residing at Parma, Idaho.

(SEAL)