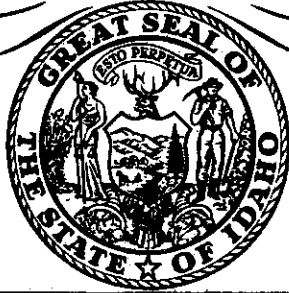


State of Idaho



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

SAV-ON SHOPPING CENTER, INC.

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **August,** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **129** 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

Boise

in the County of

Ada.

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 **27th** day of **August**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
SAV-ON SHOPPING CENTER, INC.

* * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age, residents of the State of Idaho, and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the general laws governing incorporation of the State of Idaho and acts amendatory thereof and supplemental thereto, do hereby certify as follows and adopt the following Articles of Incorporation for such corporation:

I

The name of the proposed corporation is and shall be:
SAV-ON SHOPPING CENTER, INC.

II

The location and post office address of the registered office of the corporation is 1521 Main Street, Boise, Ada County, Idaho.

III

The corporation is to have perpetual existence.

IV

The purposes and objects for which the corporation is formed are:

(a) To generally engage in the operation of shopping centers and as such to purchase or otherwise acquire, buy and sell, both retail and wholesale, all items of food and drink and all other items or products normally purchased and sold by shopping centers.

(b) To buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer or otherwise deal in all kinds and types of personal property necessary in the operation of shopping centers.

(c) To purchase or otherwise acquire, own, hold, sell, or otherwise dispose of, rent, lease, improve and mortgage real estate of all types or kinds; to acquire, lease or construct buildings or other improvements necessary in the operation shopping centers.

(d) To make, perform, carry out or otherwise deal in contracts of every kind and description made for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, either public or private, or with the government, federal or state, or any agency thereof.

(e) To borrow money, to make, draw, accept, endorse, transfer, assign, execute and issue promissory notes, or other evidences of indebtedness, and for the purpose of securing any obligations or contracts to convey, transfer, assign, deliver, mortgage or pledge all or any part of its property or assets, real or personal.

(f) To acquire, hold, sell, reissue or cancel any share of its own capital stock.

(g) To have one or more offices to carry on all or any part of its operations and business.

(h) To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the general corporation laws of said State of Idaho, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or for the attainment of any one of the objects herein named.

The foregoing clauses are to be construed as both objects and powers and it is expressly hereby provided that the enumeration herein of specific objects and powers shall not be held to restrict in any manner the general powers of the corporation.

V

The amount of capital stock of this corporation shall be and is \$50,000.00, divided into 500 shares of common stock of the par value of \$100.00 per share. Said stock is

to be fully paid, nonassessable, and of equal rights and privileges.

VI

The number of directors of this corporation shall be not less than three nor more than five, provided that the first board of directors of the corporation shall be three in number. The shareholders may, from time to time, as provided in the by-laws, within the limits above set forth, prescribe the number of directors. The directors shall hold office until the next annual meeting of shareholders. The first board of directors of the corporation shall be elected within 30 days from the date of the incorporation of the corporation.

VII

The private property of the shareholders of the corporation shall not be subject to the payment of corporate debts or obligations, and the shares of the corporation shall not be subject to assessment.

VIII

The names and post office addresses of the incorporators and the number of shares subscribed for by each are as follows:

Sam N. Toledo, 1112 Ranch Road, Boise,
Idaho - 1 share

Cleo Toledo, 1112 Ranch Road, Boise,
Idaho - 1 share

Richard W. Dunn, 2310 Bruins Avenue, Boise,
Idaho - 1 share

Rose-Marie Dunn, 2310 Bruins Avenue, Boise,
Idaho - 1 share

IX

The board of directors of the corporation shall

have the power to adopt, amend and repeal the by-laws of the corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals to these Articles of Incorporation this ____ day of August, 1964.

Sam N. Toledo

Cleo Toledo

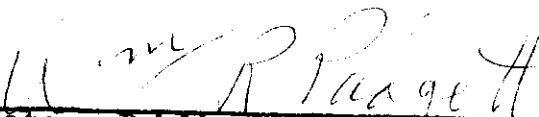
Richard W. Dunn

Rose-marie Dunn

STATE OF IDAHO)
)
County of Ada) ss.

On this 27th day of August, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared SAM N. TOLEDO and CLEO TOLEDO, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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




Notary Public for Idaho
Residing at Boise, Idaho

STATE OF IDAHO)
)
County of Ada) ss.

On this 27th day of August, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared RICHARD W. DUNN and ROSE-MARIE DUNN, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at Boise, Idaho