

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-MOR DRUG OF BUHL, INC.

was filed in the office of the Secretary of State on the **Twenty-second** day
of **June** 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
Buhl in the County of **Twin Falls.**

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 **22nd** day of **June**,
A.D., **1964**.

Secretary of State.

1 ARTICLES OF INCORPORATION
2 OF
3 SAV-MOR DRUG OF BUHL, INC.
4

5 KNOW ALL MEN BY THESE PRESENTS:

6 That the undersigned, John Crawford, Ruth Crawford,
7 Ralph E. Smith, and Betty Smith, all residents of Buhl, County
8 of Twin Falls, State of Idaho, each and all citizens of the
9 United States of America, of the age of majority, do hereby
10 associate themselves together for the purpose of forming a
11 corporation under the laws of the State of Idaho, and to that
12 end hereby adopt and execute the following Articles of Incorpora-
13 tion, and do hereby certify and declare:

14 ARTICLE I.

15 That the name of said corporation is and shall be
16 SAV-MOR DRUG OF BUHL, INC.

17 ARTICLE II.

18 That said corporation is formed for the following
19 purposes:

20 a. To carry on and conduct a general wholesale and
21 retail drug business; to manufacture, buy, sell, import, export,
22 trade, and deal in drugs, medicines, proprietary articles,
23 druggists' sundries, chemicals, extracts, tinctures, pomades,
24 ointments, liniments, toilet articles, cosmetics, perfumeries,
25 surgical apparatus, physicians' and hospital supplies, veterina-
26 rian supplies, paints, oils, dyestuffs, glassware, fancy goods,
27 and general merchandise.

28 b. To engage in the business of manufacturing, selling
and buying notions, toys, athletic equipment, electrical applian-
ces, clocks, luggage and leather goods, tobacco, cigars, cigar-
ettes, pictures, picture frames, artists' colors, oils, paints,
paint brushes and other instruments, articles and ingredients

1 relating to art, photo supplies, cameras, projectors, film,
2 plates, photographs, picture cards and all other material,
3 appliances, supplies and other articles necessary or convenient
4 in connection with photography, and goods, wares and merchandise
5 of every kind, class and description, to receive and sell the
6 same as agent or on commission.

7 c. To take and hold by bequest, device, gift, purchase
8 or lease, either absolutely or in trust, and to sell, assign,
9 transfer or mortgage the same for any of its purposes, any
10 property, real, personal or mixed.

11 d. To borrow money and otherwise incur indebtedness
12 without limit as to amount, and to draw, make, accept, endorse,
13 transfer, assign, guarantee, execute, and issue bonds, debentures,
14 notes, drafts, bills of exchange, negotiable instruments and
15 all other evidences of indebtedness, negotiable or non-negotiable
16 whether secured or unsecured.

17 e. For the purpose of securing all or any of its
18 contracts, obligations, or liabilities, to convey, transfer,
19 assign, deliver, mortgage, pledge or otherwise hypothecate all
20 or any part of the property or assets at any time owned or
21 held by this corporation.

22 f. To have and maintain one or more retail stores
23 within or without the State of Idaho and to conduct any of the
24 purposes of the Corporation within or without the State of
25 Idaho or any other states, the District of Columbia, the
26 territories of the United States and in foreign countries with-
27 out restriction as to place or amount being subject to the laws
28 of such states, district, territory or country.

g. To have, exercise, and enjoy all the powers and/or
privileges now or hereafter granted to corporations organized
under the laws of the State of Idaho, and particularly all
powers and privileges granted to corporations by Chapter I of

1 Title 30 of the Idaho Code, and any present and/or future
2 amendments thereto, and to do any act or thing necessary or
3 convenient for the transaction of the aforesaid business and/or
4 carrying into effect any and all of the aforesaid objects and
5 purposes.

6 ARTICLE III.

7 That the location and the post office address of the
8 said corporation shall be at Buhl, Twin Falls County, State of
9 Idaho.

10 ARTICLE IV.

11 That subject to dissolution, in the manner provided
12 by law, the duration of this corporation shall be perpetual.

13 ARTICLE V.

14 That the amount of the authorized stock of said
15 corporation shall be \$25,000.00, divided into 2,500 shares of
16 common stock, of the par value of \$10.00 per share.

17 ARTICLE VI.

18 That the names and post office address of each of the
19 incorporators and the number of shares subscribed by each is as
20 follows:

NAME OF INCORPORATOR	POST OFFICE ADDRESS	NO. OF SHARES SUBSCRIBED
John Crawford	Buhl, Idaho	1
Ruth Crawford	Buhl, Idaho	1
Ralph E. Smith	Buhl, Idaho	1
Betty Smith	Buhl, Idaho	1

21 ARTICLE VII.

22 The private property of the stockholders of the
23 corporation shall not be subject to the payment of corporate
24 debts to any extent whatever, and the shares of the corporation
25 shall not be subject to assessment for the purpose of paying
26 expenses, conducting business, or paying debts of the corporation.

27 ARTICLE VIII.

28 The number of Directors of the corporation shall be

1 as specified in the By-Laws, and such number may, from time to
2 time, be increased or decreased in such manner as may be
3 prescribed in the By-Laws, provided the number of Directors of
4 the corporation shall not be less than three. In case of any
5 increase in the number of Directors, the additional Directors
6 may be elected by the Directors then in office, and the Directors
7 so elected shall hold office until the next annual meeting of
8 the stockholders and until their successors are elected and
9 qualified.

10 All the officers of the corporation shall be stock-
11 holders, except that the secretary-treasurer may, but need not
12 be, a stockholder, and any two or more offices may be held by
13 the same person. The term of office of the officers, except
14 as in these articles otherwise expressly provided, shall be
15 for one year and until their successors shall have been elected
16 and qualified, unless sooner removed or resigned, as herein
17 provided.

18 ARTICLE IX.

19 A majority of the Board of Directors shall constitute
20 a quorum and shall have power to transact the business and
21 exercise the corporate powers of the corporation and, except
22 as otherwise provided, dispose of real or personal property of
23 the corporation for the purpose of carrying on the business
24 of the corporation. The Board of Directors shall have the
25 power to appoint and remove agents and servants of the corpora-
26 tion, prescribe their duties, etc., at pleasure and may fix the
27 compensation of the officers, agents and servants of the corpora-
28 tion, and shall have power to vote and grant to themselves
(and any officer or director may join in granting to himself)
such salary, commission or compensation for their services as
officer or director, or both as they may determine. The Board
of Directors or the stockholders may, by a majority vote, adopt

1 By-Laws for the regulation of the affairs of the corporation,
2 and by a majority vote amend or repeal the same, provided that
3 such By-Laws shall not conflict with these Articles of Incorpora-
4 tion. The By-Laws adopted by the directors shall provide the
5 time and place of directors' meetings and the manner of calling
6 the same, which meetings may be held within or without the State
7 of Idaho.

8 IN WITNESS WHEREOF, The parties hereto have hereunto
9 set their hands this 6th day of May, 1964.

10 John Crawford
11 John Crawford

12 Ruth Crawford
13 Ruth Crawford

14 Ralph E. Smith
15 Ralph E. Smith

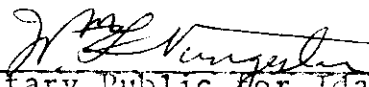
16 Betty L. Smith
17 Betty Smith

18 STATE OF IDAHO)
19) ss.
20 County of Twin Falls)

21 On the 6th day of May, 1964, before me, the under-
22 signed, a Notary Public in and for said State, personally
23 appeared John Crawford, Ruth Crawford, Ralph E. Smith and
24 Betty Smith, known to me to be the persons whose names are
25 subscribed to the foregoing Articles of Incorporation, and
26 acknowledged to me that they executed the same and that all of
27 the incorporators named therein are full-age citizens of the
28 United States.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

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


Notary Public for Idaho
Residing at Buhl, Idaho

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

TO: SECRETARY OF STATE

We the undersigned, do hereby certify that at a special meeting held on the 17th day of June 1964, upon a motion duly made and seconded, The Sav-Mor Drug Co. # 1, Inc., corporation voted to give its consent to John Crawford and Ralph Smith to file articles of incorporation under the name of SAV-MOR DRUG OF BUHL, INC., ^{limited to a radius of 15 miles from Buhl, Idaho} as is more fully shown on the records of this corporation filed at its principal place of business.

Dated: June 17,
May, 1964.

THE SAV-MOR DRUG CO. #1, INC.

By [Signature]
President

ATTEST:

[Signature]
Secretary

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

TO: SECRETARY OF STATE

We, the undersigned, hereby certify that at a Regular
meeting held on the 21st day of May
1964, upon a motion duly made and seconded, the Sav-Mor Drug
2, Inc., corporation voted to give its consent to
John Crawford and Ralph Smith to file articles of incorporation
under the name of SAV-MOR DRUG OF BUHL, INC., as is more fully
shown on the records of this corporation filed at its principal
place of business.

Dated: May 25th, 1964.

Sav-Mor Drug # 2, Inc.

By W. L. Drake
President

ATTEST:

H. May Drake
Secretary

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

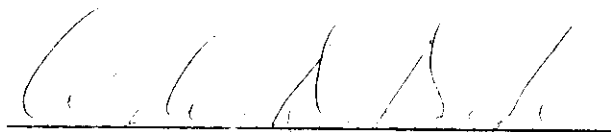
TO: SECRETARY OF STATE

We, the undersigned, hereby certify that at a _____
Special meeting held on the 16th day of May
1964, upon a motion duly made and seconded, the Sav-Mor Drug
of Mountain Home, Inc. corporation voted to give its consent to
John Crawford and Ralph Smith to file articles of incorporation
under the name of SAV-MOR DRUG OF BUHL, INC., as is more fully
shown on the records of this corporation filed at its principal
place of business.

Dated: May 16, 1964.

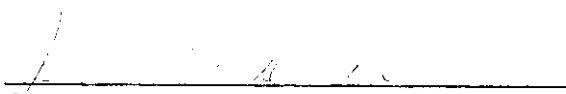
Sav-Mor Drug of Mountain Home, Inc.

By



President

ATTEST:



Secretary