

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

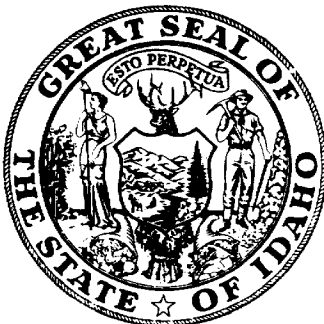
OVERLAND FOOD CENTER, INC.

File number C 108376

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: November 22, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

PARSONS, SMITH, STONE & FLETCHER
LAWYERS
BURLEY, IDAHO

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

OF

34 NOV 22 AM 8 50 OVERLAND FOOD CENTER, INC.

The undersigned, acting as Incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is OVERLAND FOOD CENTER, INC.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE OR PURPOSES: The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. SHARES OF STOCK: The aggregate number of shares which the corporation shall have authority to issue is 25,000 shares, all of which shall be without par value. All shares shall be voting shares.

5. PRE-EMPTIVE RIGHTS: There are no provisions denying pre-emptive rights.

6. INTERNAL AFFAIRS: The provisions for the regulation of internal affairs of the corporation will be contained in the By-Laws and not in these articles.

7. REGISTERED OFFICE AND AGENT: The address of the initial registered office of the corporation is 110 East 8th Street, Burley, Idaho 83318. The name of the initial registered Agent at such address is H. E. King.

IDAHO SECRETARY OF STATE
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CK #: 9695 CUST# 3708

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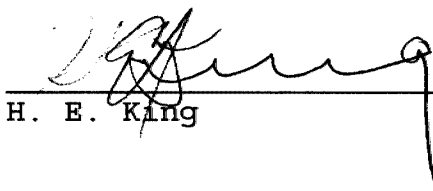
1 8. DIRECTORS: The number of directors constituting the
2 initial Board of Directors is two (2) and the names and addresses
3 of the persons who are to serve as Directors until the first
4 annual meeting of shareholders or until their successors are
5 elected and qualify are:

6 H. E. King 110 East 8th Street, Burley,
7 Idaho 83318
 and P.O. Box 669
 Burley, Idaho 83318

8 Tom King 110 East 8th Street
9 Burley, Idaho 83318
 and P.O. Box 669
 Burley, Idaho 83318

10 9. INCORPORATOR: The name and address of the
11 incorporator is H. E. King, 110 East 8th Street, P.O. Box 669,
12 Burley, Idaho 83318.

13 DATED this 21st day of November, 1994.

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15 H. E. King
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