

State of Idaho

Department of State

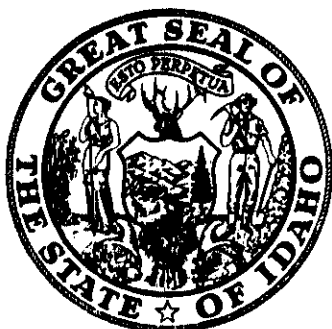
CERTIFICATE OF INCORPORATION OF

LAKEY, INCORPORATED

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: April 15, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sibel*

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ARTICLES OF INCORPORATION

OF

LAKEY, INCORPORATED

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

FIRST: The name of the corporation is LAKEY, INCORPORATED.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized, is to engage in the business of the sale of hardware goods, garden supplies, pet supplies, and other retail items, but is not limited thereto.

The general purpose of the incorporation shall be to engage in all business activities authorized and permitted under the laws of the State of Idaho. The business practices of the corporation shall not be limited to the specific purposes set forth herein.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares, with a par value of \$1.00 per share.

FIFTH: There shall be no provisions denying preemptive rights in these Articles of Incorporation.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws and are specifically excluded from these Articles of Incorporation.

SEVENTH: The address of the initial registered office of the corporation is 838 Greenwood Drive, Twin Falls, Idaho 83301, telephone number (208) 734-1803, and the name of its initial registered agent at such address is Steven M. Lakey.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

STEVEN M. LAKEY

838 Greenwood Drive
Twin Falls, ID 83301

COLLEEN K. LAKEY

838 Greenwood Drive
Twin Falls, ID 83301.

NINTH: The name and address of each incorporator is:

NAME

ADDRESS

STEVEN M. LAKEY

838 Greenwood Drive
Twin Falls, ID 83301

COLLEEN K. LAKEY

838 Greenwood Drive
Twin Falls, ID 83301.

DATED this 14 day of April, 1994.

Steven M. Lakey
STEVEN M. LAKEY

Colleen K. Lakey
COLLEEN K. LAKEY

STATE OF IDAHO

County of Twin Falls

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) ss:
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On this 14 day of April, in the year of 1994, before me, the undersigned Notary Public in and for said County and State, personally appeared STEVEN M. LAKEY, known or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that he executed the same, and that he was a person over the age of eighteen years and a citizen of the United States of America.

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

Joni L. Crumrine
NOTARY PUBLIC
Residing at: Twin Falls
My Commission Expires: 10-9-94

STATE OF IDAHO

County of Twin Falls

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) ss:
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On this 14 day of April, in the year of 1994, before me, the undersigned Notary Public in and for said County and State, personally appeared COLLEEN K. LAKEY, known or identified to me to be one of the persons whose name is subscribed to the within instrument as an incorporator, and acknowledged to me that she executed the same, and that she was a person over the age of eighteen years and a citizen of the United States of America.

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

Jonni L. Crumrine
NOTARY PUBLIC
Residing at: Twin Falls
My Commission Expires: 10-4-94