95226

State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY
OF

WAL-MART STORES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WAL-MART STORES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to WAL-MART STORES, INC. to transact business in this State under the name WAL-MART STORES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated May 6, 1991

GREAT SEAL OF THE STATE OF IDAHO ESTO PERPETUA

Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

CAU 779

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is WAL-MART STORES, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware.

4. The date of its incorporation is October 31, 1969 and the period of its duration is perpetual.

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, DE 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 702 SW 8th Street, Bentonville, AR 72716

7. The street address of its proposed registered office in Idaho is 300 North 6th Street Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To deal in grocery or discount stores and any lawful act or activity for which corporations may be formed.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Please See Attached		

(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 25, 1991

WAL-MART STORES, INC.
(Corporation Name)

By _____
Its President/Vice President *(please specify)*
Robert K. Rhoads, Vice President

and J. Scott Melton
Its Secretary/Assistant Secretary *(please specify)*
J. Scott Melton, Asst. Secretary

STATE OF Arkansas)
) ss:
COUNTY OF Benton)

I, NANCY J. WASKOWICH, a notary public, do hereby certify that on this 25TH day of APRIL, 19 91, personally appeared before me Robert K. Rhoads, who being by me first duly sworn, declared that (s)he is the Vice President of WAL-MART STORES, INC.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

EXPIRES:
6-12-93

Nancy J. Waskowich
Notary Public

WAL-MART STORES, INC.
CORPORATE OFFICERS

MARCH 7, 1991

CHAIRMAN OF THE BOARD	(a) SAM M. WALTON
PRESIDENT AND CHIEF EXECUTIVE OFFICER	(a) DAVID D. GLASS
VICE CHAIRMAN AND CHIEF OPERATING OFFICER	(a) DONALD G. SODERQUIST
VICE CHAIRMAN	(a) S. ROBSON WALTON
VICE CHAIRMAN - CEO, SAM'S CLUB DIVISION	(a) A. L. JOHNSON
VICE CHAIRMAN	(a) DRAYTON MCLANE, JR.
EXECUTIVE VICE PRESIDENT - CHIEF FINANCIAL OFFICER	(a) PAUL R. CARTER
EXECUTIVE VICE PRESIDENT - MERCHANDISE AND SALES	(b) BILL FIELDS
EXECUTIVE VICE PRESIDENT - SPECIAL PROJECTS	(b) A. L. MILES
EXECUTIVE VICE PRESIDENT - OPERATIONS	(b) DEAN L. SANDERS
EXECUTIVE VICE PRESIDENT	(b) NICK WHITE
SENIOR VICE PRESIDENT, DIRECTOR OF OPERATIONS, SAM'S CLUB DIVISION -	(B) THOMAS M. COUGHLIN
SENIOR VICE PRESIDENT, GENERAL MERCHANDISE MANAGER - HOME/SEASONAL	(b) DAVID DIBLE
SENIOR VICE PRESIDENT - DISTRIBUTION AND TRANSPORTATION	(b) JOSEPH S. HARDIN, JR.
SENIOR VICE PRESIDENT, GENERAL MERCHANDISE MANAGER - HARDLINES	(b) JOSEPH P. HATFIELD, JR.
SENIOR VICE PRESIDENT, OPERATIONS - DIVISION 1-B	(b) HAROLD E. JOHNSON
SENIOR VICE PRESIDENT - CORPORATE INFORMATION SYSTEMS	(b) BOBBY L. MARTIN
SENIOR VICE PRESIDENT, OPERATIONS - DIVISION 1-A	(b) KENDALL SCHWINDT
SENIOR VICE PRESIDENT - REAL ESTATE AND CONSTRUCTION	(b) THOMAS P. SEAY
SENIOR VICE PRESIDENT	(a) J. L. WALTON
SENIOR VICE PRESIDENT, GENERAL MERCHANDISE MANAGER - SAM'S CLUB DIVISION	(b) COLON WASHBURN
SENIOR VICE PRESIDENT - SPECIAL DIVISIONS	(b) WESLEY C. WRIGHT

VICE PRESIDENT - PEOPLE DIVISION	SUZANNE ALLFORD
VICE PRESIDENT - REAL ESTATE	CURTIS BARLOW
VICE PRESIDENT - LOSS PREVENTION	DAVID H. GORMAN
VICE PRESIDENT - MARKETING AND SALES PROMOTION	PAUL V. HIGHAM
VICE PRESIDENT, GENERAL MANAGER - SHOE DIVISION	WILLIAM L. HUTCHESON
VICE PRESIDENT - FINANCE AND CORPORATE BENEFITS	D. RANDY LANEY
VICE PRESIDENT - IMPORT DIVISION	PETER C. METZGER
VICE PRESIDENT - CONSTRUCTION	ROBERT J. MURPHEY
VICE PRESIDENT AND TREASURER	CHARLES RATELIFF
VICE PRESIDENT - STORE PLANNING	MELVIN C. REDMAN
VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	ROBERT K. RHOADS
VICE PRESIDENT AND CONTROLLER	JAMES A. WALKER, JR.
CORPORATE ASSISTANT SECRETARY	BETTE HENDRIX
ASSISTANT CONTROLLER	DANIEL L. DAVIES
ASSISTANT GENERAL COUNSEL	RHONDA PARISH

(a) Executive Committee of the Board of Directors

(b) Executive Committee of Wal-Mart Stores, Inc.,
- including the (a) group

/BH
7MAR91

WAL-MART STORES, INC.
BENTONVILLE, ARKANSAS 72716

DIRECTORS
7 MARCH 1991

DAVID R. BANKS	FORT SMITH, ARKANSAS 72913
PAUL R. CARTER	BENTONVILLE, ARKANSAS 72716
HILLARY RODHAM CLINTON	LITTLE ROCK, ARKANSAS 72201
JOHN A. COOPER, JR.	BENTONVILLE, ARKANSAS 72712
ROBERT H. DEDMAN	DALLAS, TEXAS 75234
DAVID D. GLASS	BENTONVILLE, ARKANSAS 72716
F. KENNETH IVERSON	CHARLOTTE, NORTH CAROLINA 2821
A. L. JOHNSON	ROGERS, ARKANSAS 72756
JAMES H. JONES	BURLINGAME, CALIFORNIA 94010
ROBERT KAHN	LAFAYETTE, CALIFORNIA 94549
DRAYTON MCLANE, JR.	TEMPLE, TEXAS 76504
JACK SHEWMAKER	BENTONVILLE, ARKANSAS 72712
DONALD G. SODERQUIST, VICE CHAIRMAN	ROGERS, ARKANSAS 72756
JOHN E. TATE	BELLA VISTA, ARKANSAS 72714
JAMES L. WALTON	BENTONVILLE, ARKANSAS 72716
S. ROBSON WALTON, VICE CHAIRMAN	BENTONVILLE, ARKANSAS 72716
SAM M. WALTON, CHAIRMAN	BENTONVILLE, ARKANSAS 72716

/BH

State of Delaware

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SEC. OF STATE
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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY WAL-MART STORES, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

* * * * * * * * * * *

DEPARTMENT OF STATE
OFFICE OF THE SECRETARY OF STATE
1776 1793 1870
DELAWARE

721120002

Michael Harkins, Secretary of State

AUTHENTICATION: *3033673

DATE: 04/30/1991