

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

Corp. I.D. #

75678

SAM'S PW , INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is **SAM'S PW , INC.**

SECOND: The name which it elects to use in Rhode Island is

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of **Arkansas**

FOURTH: The date of its incorporation is **October 27, 1993** and the period of its duration is **Perpetual**

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is **702 SW 8th Street, Bentonville, Arkansas 72716**

SIXTH: The address of its proposed registered office in Rhode Island is **123 Dyer Street, Providence, Rhode Island 02903** and the name of its proposed registered agent in Rhode Island at that address is **C.T. Corporation System**
C T CORPORATION SYSTEM

Signature

B.L. Harmon, Asst. Secretary

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

to hold real and personal property interests. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
See attached list of directors	Director	
	Director	
	Director	
See attached list of officers	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
10,000	common	common	\$0.10

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
10,000	common	common	\$0.10

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$65,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$6,000,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$2,000,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$26,000,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated December 30, 1993

SAM'S PW, INC.
[Exact Corporate Name of Corporation Making Application]

By James A. Walker, Jr.
James A. Walker, Jr.
Its Vice President
and J. Scott Melton
J. Scott Melton
Its Asst. Secretary

STATE OF Arkansas }
COUNTY OF Benton } SC.

At Bentonville, in said County on the 30th day
of December, 1993, before me personally appeared James A.
Walker, Jr., who being by me first duly sworn, declared that
he is the Vice President of SAM'S PW, INC.,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true

Nancy J. Waskowich
Notary Public
Nancy Waskowich

(NOTARIAL SEAL)

For a full and complete
record of the proceedings

FILED
FEB 4 1994
BY J. H. [Signature]
116456

SAM'S PW, INC.
702 SW 8th Street
Bentonville, AR 72716

Director(s):

Paul R. Carter
Executive VP

Home Address:
Route 4
Bentonville, AR 72716

Officers:

Paul R. Carter
Executive VP

Route 4
Bentonville, AR 72716

William R. Fields
Executive VP

3902 Arnold
Rogers, AR 72756

David D. Glass
President

1511 NE 10th
Bentonville, AR 72712

Bobby L. Martin
Executive

1603 Concord
Lowell, AR 72745

J. Scott Melton
Asst. Secretary

11 Stonebridge Way
Bentonville, AR 72712

Robert K. Rhoads
Senior VP and Secretary

631 Willow
Fayetteville, AR 72701

Dean L. Sanders
Executive VP

Route 3, Box 79A
Bentonville, AR 72712

Thomas P. Seay
Executive VP

3 Canterbury Park
Bentonville, AR 72712

Donald G. Soderquist
Vice Chairman

1102 E. Walnut
Rogers, AR 72756

James A. Walker, Jr.
VP and Controller

6 Clover Circle
Rogers, AR 72756

S. Robson Walton
Chairman

402 NE F Street
Bentonville, AR 72712

Nick White
Executive VP

4501 Cedar Brooke Lane
Rogers, AR 72756



W. J. "Bill" McCuen
SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE

State Capitol
Little Rock, Arkansas 72201-1094

To All to Whom These Presents Shall Come, Greeting:

I, Bill McCuen, Secretary of State of the State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

THE
COMPLETE FILE
OF
SAM'S PW, INC.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the
11TH day of JANUARY, 19 94.

W. J. "Bill" McCuen
Secretary of State

By: David Morrow
(Corporations Division)

DAVID MORROW

CC-1/Rev. 10-1-88