

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

PHILLIPS INDUSTRIES, INC.

was filed in the office of the Secretary of State on the **sixth** day of **June** A.D., One Thousand Nine Hundred **seventy-five** and ~~will be~~ ~~fully~~ recorded on ~~Film-Now~~ microfilm 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 **petual Existence** from the date hereof, with its registered office in this State located at

Inkom, Idaho

in the County of

Bannock

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 **6th** day of **June**, A.D., 19 **75**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
PHILLIPS INDUSTRIES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States of America, and residents of the State of Idaho, do hereby voluntarily associate ourselves together for the purpose of forming a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of the State of Idaho, and do hereby certify as follows:

I.

That the name of the corporation is PHILLIPS INDUSTRIES, INC.

II.

That the purposes for which said corporation is formed are as follows: to conduct a general business for the buying, selling and marketing of all types of grain produce and agricultural products and all general merchandise, including but not limited to coal, petroleum products, fertilizers and all types of consumer goods and services; to perform repairs and services of all types; to prepare, manufacture and market all types of feed for farm animals, flour for human consumption; to operate grain elevators and flour mills and storage facilities for all types of grain and grain products; for the further purpose of hauling for hire all types of produce, goods and wares either as common carrier or as private carrier and for that purpose to secure the necessary licenses; to buy, sell, build or erect all types of buildings, including but not limited to farm storage buildings; to further sell, market or transport all types of goods used by the general public; to offer to the general public such services as may be necessary to

ARTICLES OF INCORPORATION

fulfill the best interests of the business and to do all sundry things that a general business might do under similar circumstances.

To own, rent, lease, or maintain any building or buildings necessary for the housing and carrying on the purposes of this corporation.

To own, rent, lease or maintain any and all personal property incidental to the carrying on the purposes of the business.

To acquire, own, hold, sell, lease, purchase, mortgage or otherwise dispose of any property, real or personal, necessary to the operation of PHILLIPS INDUSTRIES, INC.

To deal in its own stock, borrow money, contract debts, make contracts and to exercise any and all such powers as a natural person can lawfully make, do, perform or exercise which may be necessary, convenient or expedient for the accomplishment of any of its objectives or purposes, provided the same shall not be inconsistent with the laws of the State of Idaho, and that the end enumeration of such powers shall not be deemed conclusive. Such corporation shall have the power to own and acquire real and personal property of any and all descriptions necessary to the convenient carrying on of its business.

III.

That this corporation shall have perpetual existence.

IV.

That the location and Post Office address of the registered office of the corporation is DRAWER B, INKOM, IDAHO, 83245.

V.

That the total authorized number of par value shares is 250,000 shares of common stock of the par value of

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\$1.00 per share, each share of stock is equal to any other share and entitles the holder thereof to one vote for each share of stock held by him. The total aggregate par value of the authorized shares is \$250,000.00.

VI.

That the names and Post Office addresses of the incorporators and the number of shares subscribed to by each such incorporator is as follows:

H.H. Phillips Drawer B Inkom, Idaho 83245	One Share
Barbara Phillips Drawer B Inkom, Idaho 83245	One Share
W. David Phillips Drawer B Inkom, Idaho 83245	One Share

IN WITNESS WHEREOF, We have hereunto set our hands
this 5th day of June, 1975.

H.H. Phillips
H.H. PHILLIPS
Barbara Phillips
BARBARA PHILLIPS
W. David Phillips
W. DAVID PHILLIPS

STATE OF IDAHO)
 : ss.
County of Bannock)

On this 5th day of June, 1975, before me, a Notary Public in and for said County and State, personally appeared H.H. PHILLIPS, BARBARA PHILLIPS and W. DAVID PHILLIPS, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

Karon R. Doyle
NOTARY PUBLIC FOR IDAHO
RESIDING AT POCA TELLO, IDAHO

(SEAL)