

98475

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

PREMIUM SELECT, INC.

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: May 08, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl Bellis*

**ARTICLES OF INCORPORATION**

of

**PREMIUM SELECT, INC.**

RECEIVED  
SEC. OF STATE  
JAN 8 PM 2 09

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

1. **NAME:** The name of the corporation is PREMIUM SELECT, INC.
2. **DURATION:** The period of its duration is perpetual.
3. **PROFIT:** This is a profit corporation.
4. **PURPOSES:** The purposes or purposes for which the corporation is organized is to operate a potato processing plant and related businesses and for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
5. **SHARES AUTHORIZED:** The aggregate number of shares which the corporation shall have authority to issue is TEN THOUSAND (10,000) shares of no par value common stock.
6. **PRE-EMPTIVE RIGHTS:** Shareholders shall have pre-emptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribed to or acquire shares.
7. **BUSINESS AFFAIRS:** Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By-Laws, including restrictions on the transfer of shares.
8. **REGISTERED AGENT AND OFFICE:** The initial registered agent is:  
  
EDWIN LAVAL WHITEHEAD  
  
and the initial registered office is:  
  
372 North 200 West  
Blackfoot, Idaho 83221
9. **BOARD OF DIRECTORS:** 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:

Edwin LaVal Whitehead  
372 North 200 West  
Blackfoot, Idaho 83221

Edwin Von Munson  
309 North 300 West  
Blackfoot, Idaho 83221

10. **INCORPORATORS:** The name and address of the incorporators are:

Edwin LaVal Whitehead  
372 North 200 West  
Blackfoot, Idaho 83221

Edwin Von Munson  
309 North 300 West  
Blackfoot, Idaho 83221

DATED this 7 day of May, 1992.

  
EDWIN LAVAL WHITEHEAD

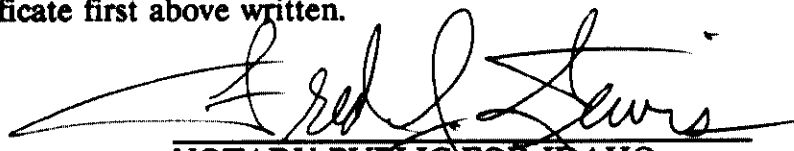
  
EDWIN VON MUNSON

STATE OF IDAHO           )  
                                  :ss  
County of Bannock        )

On this 7 day of May, 1992, before me, the undersigned Notary Public in and for said County and State, personally appeared EDWIN LAVAL WHITEHEAD and EDWIN VON MUNSON, 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.

(Seal)

  
NOTARY PUBLIC FOR IDAHO  
Residing in: Poe  
My Commission Expires: 1-96