



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

CHATTIN AND CO., INC.

was filed in the office of the Secretary of State on the **26th** day
of **February** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **101** 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
perpetual existence from the date hereof, with its registered office in this State located at

Boise in the County of **Ada**

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 **26th** day of **February**,
A.D., 19 **58**.

Secretary of State.

ARTICLES OF INCORPORATION OF

CHATTIN AND CO., INC.

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5 KNOW ALL MEN BY THESE PRESENTS: That we, the under-
6 signed, being natural persons of full age and citizens of the
7 United States, in order to form a corporation for the purposes
8 hereinafter stated, under and pursuant to the provisions of the
9 general corporation laws of the State of Idaho and the acts amend-
10 tory thereof, and supplemental thereto, do hereby certify as
11 follows:

ARTICLE I

The name of this corporation is CHATTIN AND CO., INC..

ARTICLE II

15 The objects and purposes for which the corporation is
16 formed are:

17 As principal, agent or otherwise to do, in any part of
18 the world, any and every of the things herein set forth to the
19 same extent as natural persons might or could do. In furtherance
20 and not in limitation of the general powers conferred by the laws
21 of the State of Idaho, we do expressly provide that the corpora-
22 tion shall have power:

1 fish hatcheries;

1 of Directors shall authorize and as may be permitted by law;

2 (f) To acquire, hold, sell, reissue or cancel any
3 shares of its own capital stock; provided, however, that this cor-
4 poration may not use any of its funds or property for the purchase
5 of its own common stock when such use would cause any impairment
6 of the capital of this corporation; and provided, further, that
7 the shares of its own capital stock belonging to this corporation
8 shall not be voted directly or indirectly;

9 (g) To purchase or otherwise acquire the whole or any
10 part of the property, assets, business and good will of any other
11 person, firm, corporation or association, and to conduct in any
12 lawful manner the business so acquired, and to exercise all the
13 powers necessary or convenient in and about the conduct, manage-
14 ment and carrying on of such business;

15 (h) To organize, incorporate and reorganize subsidiary
16 corporations and joint stock companies and associations for any
17 purpose permitted by law;

18 (i) To have and to exercise any and all powers and
19 privileges now or hereafter conferred by the laws of the State of
20 Idaho upon corporations formed under the general corporation laws
21 of said state, or under any act amendatory thereof or supplemental
22 thereto or substituted therefor;

23 (j) To have one or more offices to carry on all or any
24 part of its operations and business, and to do all and every thing
25 necessary, suitable, convenient or proper for the accomplishment
26 of any of the purposes, or the attainment of any one or more of the
27 objects herein named, or which shall at any time appear conducive
28 or expedient for the protection or benefit of the corporation, and

1 which now or hereafter may be authorized by law, and this to the
2 same extent and as fully as natural persons might or could do, as
3 principals, agents, contractors, trustees, or otherwise, and either
4 alone or in connection with any person, firm, corporation or asso-
5 ciation.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

9 The location and postoffice address of the registered
10 office of the corporation is Boise, Ada County, Idaho.

ARTICLE V

ARTICLE VI

23 The names and postoffice addresses of the incorporators
24 and the number of shares subscribed by each are as follows:

	<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>	<u>NO. OF SHARES</u>
25	Kenneth Chattin	4803 Hillcrest, Boise, Idaho	1
27	Elizabeth D. Chattin	4803 Hillcrest, Boise, Idaho	1
28	David Doane	1530 Idaho St., Boise, Idaho	1

ARTICLE VII

2 The private property of the stockholders of the corpora-
3 tion shall not be subject to the payment of corporate debts to any
4 extent whatever, and the shares of the corporation shall not be
5 subject to assessment for the purpose of paying expenses, conduct-
6 ing business or paying debts of the corporation.

ARTICLE VIII

8 The number of directors of the corporation shall be as
9 specified in the By-Laws, and such number may from time to time be
10 increased or decreased in such manner as may be prescribed in the
11 By-Laws, provided the additional directors may be elected by the
12 directors then in office and the directors so elected shall hold
13 office until the next annual meeting of the stockholders and until
14 their successors are elected and qualified.

ARTICLE IX

16 A voluntary sale, lease or exchange of all of the
17 property and assets of the corporation, including its good will
18 and its corporate franchises, may be made by the Board of Directors
19 upon such terms and conditions as it may deem expedient and for
20 the best interests of the corporation.

ARTICLE X

22 No contract or other transaction between the corporation
23 and any other corporation and no act of the corporation shall in
24 any way be affected or invalidated by the fact that any of the
25 directors of the corporation are pecuniarily or otherwise interest-
26 ed in or are directors or officers of such other corporation; any
27 director individually, or any firm of which any director may be a
28 member, may be a party to or may be pecuniarily or otherwise

1 interested in any contract or transaction of the corporation, pro-
2 vided the fact that he or such firm is so interested shall be dis-
3 closed or shall have been known to the Board of Directors or a
4 majority thereof; and any director of the corporation who is also
5 a director or officer of such other corporation, or who is so
6 interested may be counted in determining the existence of a quorum
7 at any meeting of the Board of Directors of the corporation which
8 shall authorize any such contract or transaction and may vote
9 thereat to authorize any such contract or transaction with like
10 force and effect as if he were not such director or officer of
11 such other corporation or not so interested.

ARTICLE XI

13 The Board of Directors is expressly authorized to repeal
14 and amend the By-Laws of the corporation and to adopt new By-Laws,
15 and the corporation reserves the right to amend, alter, change or
16 repeal any provision contained in these Articles of Incorporation
17 in the manner now or hereafter prescribed by law, by a majority
18 vote of the shareholders, represented in person or by proxy, at
19 any annual meeting of the shareholders or at any meeting duly
20 called for that purpose, except where the laws of the State of
21 Idaho otherwise provide.

22 IN WITNESS WHEREOF, We have hereunto set our hands and
23 seals this 26 day of February, 1958.

Kenneth Clattin
Kenneth Clattin

Elizabeth D. Chattin
Elizabeth D. Chattin


David Doane

INCORPORATORS

1 STATE OF IDAHO)
2) ss.
2 County of Ada)

3 On this 26 day of February, 1958, before me, the
4 undersigned, a Notary Public in and for said State, personally ap-
5 peared KENNETH CHATTIN, ELIZABETH D. CHATTIN and DAVID DOANE, known
6 to me to be the persons whose names are subscribed to the within
7 instrument, and acknowledged to me that they executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and af-
9 fixed my official seal the day and year in this certificate first
10 above written.

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12 Notary Public in and for the State
13 of Idaho, Residing at Boise, Idaho
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