

RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

OF

HARLON F. ALLEN FARMS

STATE OF IDAHO)
County of *Teton*) ss.

We, the undersigned, desiring to set forth the Certificate of Limited Partnership of Harlon F. Allen Farms as it exists on this date do hereby certify to the Secretary of State of the State of Idaho that the following sets forth the Certificate of Limited Partnership of Harlon F. Allen Farms as of the date hereof and that the Restated Certificate of Limited Partnership supersedes the original Certificate of Limited Partnership and all amendments thereto.

1. The name of the partnership is Harlon F. Allen Farms.
2. The general nature of the partnership business is to own, lease and operate ranching and farming properties and related businesses as well as engage in all other lawful business activities.
3. The principal place of business of the partnership is in Teton County, Idaho.
4. The names and addresses of each general and limited partner are as follows:

<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Description of Capital</u>
Harlon F. Allen and Thelda Allen (community property)	753.32	8.0 %	\$ 28,800.00
Doyle T. Allen	33.34	3.33%	12,000.00
Doyle T. Allen and Mary Lou Allen (community property)	40.00	4.00%	14,400.00
Carl D. Allen	33.34	3.33%	12,000.00
Carl D. Allen and Susan Allen (community property)	<u>40.00</u>	<u>4.00%</u>	<u>14,400.00</u>
TOTAL	900.00	90.00%	\$324,000.00
GRAND TOTAL	1,000.00	100.00%	\$360,000.00

7. The net profits and losses of the partnership shall be divided 80% to the general partners and 20% to the limited partners.

8. There is no agreement concerning the making of additional contributions by any limited partner, nor is there any agreement concerning the time when the contribution of any limited partner is to be returned.

9. A limited partner may substitute his spouse, children, issue, siblings, or any member of his family, or a trust, corporation, or legal entity created primarily for the benefit of such persons, without the consent or approval of the

partners. Any other substitution of a limited partner requires the consent of a majority of the general partners.

10. Additional limited partners may be admitted only upon the consent of a majority of the general partners.

11. There are no priorities between the limited partners as to contributions or as to compensation by way of income.

12. In the event of the death or retirement of any general or limited partner, the partnership shall be dissolved, but the remaining partners shall have the right to continue the partnership business by purchasing the deceased or retiring partner's interest in the partnership at a value to be determined by appraisal to be made by three appraisers.

13. The original Certificate of Limited Partnership was filed in the records of Teton County, Idaho, on the 31st day of October, 1977.

14. The name and address of the registered agent for service of process for the partnership shall be Harlon F. Allen, Victor, Idaho 83455.

DATED this 27 day of December, 1982.

GENERAL PARTNERS

Harlon F. Allen
Harlon F. Allen

Doyle T. Allen
Doyle T. Allen

Carl D. Allen
Carl D. Allen

LIMITED PARTNERS

Harlon F. Allen
Harlon F. Allen

Thelda Allen
Thelda Allen

Doyle T. Allen
Doyle T. Allen

Mary Lou Allen
Mary Lou Allen

Carl D. Allen
Carl D. Allen

Susan Allen
Susan Allen

Subscribed and sworn to before me this 27 day of
Dec, 1982.

(seal)

Lyman S. Kearsley
Notary Public for Idaho
Residing at: Victor, ID.
My Commission Expires: Feb 21, 1983

Doyle T. Allen
Doyle T. Allen

Mary Lou Allen
Mary Lou Allen

Carl D. Allen
Carl D. Allen

Susan Allen
Susan Allen

STATE OF IDAHO)
County of Teton) ss.

On the 27 day of December, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared HARLON F. ALLEN, General Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Keese
Notary Public for Idaho
Residing at: Victor, ID
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Teton) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared DOYLE T. ALLEN, General Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Keapley
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Teton) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared CARL D. ALLEN, General Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Keapley
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Tetow) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared CARL D. ALLEN, General Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Keasler
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Tetow) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared HARLON F. ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Keasler
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Teton) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared THELDA ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that she 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)

Lynn S. Kearsley
Notary Public for Idaho
Residing at: Victor, ID
My Commission Expires: Feb 21, 1988

STATE OF IDAHO)
County of Teton) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared DOYLE T. ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Kearsley
Notary Public for Idaho
Residing at: Victor, ID
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Tetow) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared MARY LOU ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that she 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)

Lynn S. Kearsley
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Tetow) ss.

On the 27 day of Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared CARL D. ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that he 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)

Lynn S. Kearsley
Notary Public for Idaho
Residing at: Victor, Id.
My Commission Expires: Feb 21, 1983

STATE OF IDAHO)
County of Tetow) ss.

On the 27 day of Nov. Dec, 1982, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared SUSAN ALLEN, Limited Partner, known or identified to me to be the person whose name is subscribed to the within Amendment to Articles of Limited Partnership of Harlon F. Allen Farms and acknowledged to me that she 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)

Lynn S. Keasler
Notary Public for Idaho
Residing at: Victor, ID.
My Commission Expires: FEB 21, 1982