

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

BEINKE GRAIN COMPANY, INC.

was filed in the office of the Secretary of State on the **First** day of **July** A.D. One Thousand Nine Hundred **Sixty-Five** and duly recorded on ~~File No.~~ **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 **perpetual existence** from the date hereof, with its registered office in this State located at **Ashton** in the County of **Fremont**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the

ARTICLES OF INCORPORATION

OF

REINKE GRAIN COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purpose hereinafter stated, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and do hereby agree to adopt the following ARTICLES OF INCORPORATION and certify as follows:

CORPORATE NAME

ARTICLE I

That the name of this Corporation shall be REINKE GRAIN COMPANY, INC.

PLACE OF ORGANIZATION

ARTICLE II

That this Corporation is organized at Ashton, Fremont County, State of Idaho, pursuant to and under the authority of the general corporation laws of the State of Idaho.

DURATION

ARTICLE III

That this Corporation shall exist perpetually, or until dissolved according to law.

NAMES OF INCORPORATORS

ARTICLE IV

<u>Name</u>	<u>Post Office Address</u>	<u>No. of Shares</u>
R. O. REINKE	Ashton, Idaho	1
ERNA L. REINKE	Ashton, Idaho	1
NELS T. SAHL	St. Anthony, Idaho	1

BUSINESS PURPOSE

ARTICLE V

That the business of this Corporation, and the purpose for which it is formed is to buy, sell, store and otherwise handle and deal in all kinds of grain, hay, feeds, seeds, coal and produce of all kinds, at wholesale or retail, and generally to do a grain storage and commission business in the

State of Idaho, and elsewhere, and to buy, construct, acquire, operate, hire lease, mortgage, or sell, or otherwise dispose of grain elevators, with requisite docks, wharves, plant, machinery, and appliances therefor, and also sheds, stores, and warehouses for the reception and storage of wheat, grain, coal and other produce, and any other goods, wares, merchandise, and effects, and generally to carry on an elevator, storage business, and general merchandise business;

To acquire, purchase and sell farms and carry on the business of farming and manage farms and engage in any agricultural pursuit or undertaking;

To act as a partner or a joint venture in any transaction;

To do such other things as are incidental, proper, or necessary to the operation of the above-stated businesses or endeavors or to the carrying out of any or all of the purposes and to engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this Corporation; and

To have and exercise all rights and powers from time to time granted to a corporation by law.

PLACE OF BUSINESS

ARTICLE VI

The location and post office address of its registered office in this state shall be Ashton, Fremont County, Idaho; but that the Board of Directors may establish an office, or offices, in any other place in the State of Idaho, or elsewhere, without restriction, at which place meetings of the Board of Directors may be held and the business of the Corporation may be transacted.

LIMIT OF STOCK

ARTICLE VII

That the total authorized common capital stock of this Corporation shall be two thousand five hundred (2,500) shares of par value of One Hundred (\$100.00) Dollars per share, and the Corporation shall be capitalized for the sum of Two Hundred Fifty Thousand (\$250,000.00) Dollars.

ANNUAL MEETING

ARTICLE VIII

That the regular annual meeting of the shareholders of the Corporation for hearing and acting upon reports, the formulation of the general policy of

the Corporation, the election of Directors, and the transaction of all business customarily transacted by stockholders at annual meetings, shall be held at the office of the Corporation at Ashton, Fremont County, State of Idaho, at such a date as the Board of Directors shall adopt in the By-Laws. No notice need be given of the regular annual meeting. Provisions as to special meetings and notice thereof will be provided for in the By-Laws.

DIRECTORS

ARTICLE IX

That the business of this Corporation shall be managed by a Board of three (3) Directors, who shall be elected for a term of one (1) year. During the term of their office, or thereafter, the numbers of Directors may be increased or decreased from time to time as provided by the By-Laws; provided however, that the number of Directors constituting the Board shall not be less than three (3) nor more than five (5).

OFFICERS

ARTICLE X

That the Board of Directors shall within ten days after their election organize and elect the officers of the Corporation, including a President, Vice-President, and a Secretary-Treasurer. The President and Vice-President shall be a Director and a shareholder.

AMENDMENTS

ARTICLE XI

That these Articles of Incorporation, by a vote of a majority of the issued and outstanding capital stock of the Corporation, may be amended in any respect conformable to law at any meeting of the shareholders, either general or special, provided notice be given as provided in the By-Laws.

BY-LAWS

ARTICLE XII

That the power to amend and adopt new By-Laws is hereby conferred upon the Directors, as well as upon the shareholders, to be exercised by such vote of the Directors or of the allotted shares as the case may be; provided however, not less than a majority thereof as may be fixed by the By-Laws.

CONTRACTS OF CORPORATION

ARTICLE XIII

No contract or other transaction between the Corporation or any other

corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the Corporation, and no act of the Corporation shall in any way be affected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of such other corporation; and Director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the Corporation and any Director of the Corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the company which shall authorize such contract or transaction and any vote thereon to authorize such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation and not so interested.

IN WITNESS WHEREOF, we have hereunto set our hands this 28th day of June, 1965.



R. O. REINKE




ERNA L. REINKE



NELS T. SAHL

STATE OF IDAHO)
County of Fremont)

On this 28th day of June, 1965, before me, a Notary Public for the State of Idaho, personally appeared R. O. Reinke, Erna L. Reinke, and Nels T. Sahl, known to me to be the persons whose names are subscribed to the within instrument, and they each acknowledged to me that they executed the same.



NOTARY PUBLIC for IDAHO
Residing at Ashton, Idaho

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