



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**SIMPLOT LAND & CATTLE COMPANY**

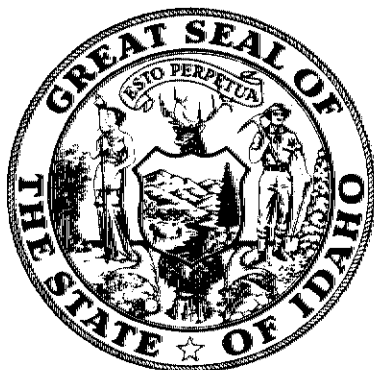
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**SIMPLOT LAND & CATTLE COMPANY**

duly signed pursuant to the provisions of the Idaho Nonprofit 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 28** \_\_\_\_\_, 19 **35** .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Sam J. Clark*

Corporation Clerk

'85 MAY 28 AM 11 04

SEC. 1 OF  
811.2

ARTICLES OF INCORPORATION  
OF  
SIMPLOT LAND & CATTLE COMPANY

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

FIRST: The name of the corporation is:

SIMPLOT LAND & CATTLE COMPANY.

SECOND: The period of its duration is perpetual.

THIRD: The purpose of purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The authorized capital of the corporation is Twenty Million (\$20,000,000.00) Dollars. the aggregate number of shares which the corporation shall have authority to issue is 20,000, each having a par value of One Thousand (\$1,000.00) dollars per share.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is 999 Main Street, Suite 1300, Boise, Idaho 83707, and the name of its initial registered agent at such address is Ronald N. Graves.

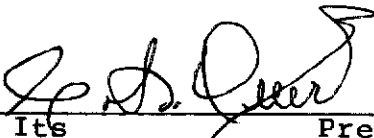
EIGHTH: The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
J. R. Simplot	P.O. Box 27 Boise, Idaho 83707
John Basabe	P.O. Box 27 Boise, Idaho 83707
Scott R. Simplot	P.O. Box 27 Boise, Idaho 83707

NINTH: The name and address of the incorporator is:  
 Simplot Livestock Co., P.O. Box 27, Boise, Idaho 83707, ATTN:  
 Ronald N. Graves.

DATED: May 28, 1985

SIMPLOT LIVESTOCK CO.

By   
 Its President

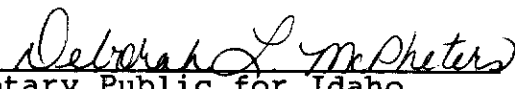
ATTEST:

  
 Ronald N. Graves - Secretary

INCORPORATOR

STATE OF IDAHO     )  
                               ) ss  
 County of Ada     )

I, Deborah L. McPheters, a Notary Public, do hereby certify that on this 28th day of May, 1985, personally appeared before me C. L. Otter and Ronald N. Graves, the President and Secretary, respectively, of Simplot Livestock Co., who being first duly sworn, declared that they were the persons who signed the foregoing document on behalf of said Corporation, as incorporators, and that the statements therein contained are true.

  
 Notary Public for Idaho  
 Residing at Boise, Idaho