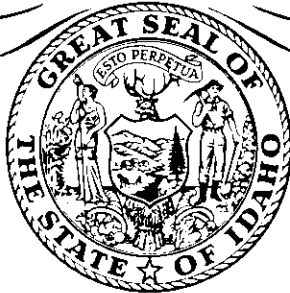


State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, 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

WESTERN IDAHO POTATO PROCESSING CO.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 11th day of December 19 69, original articles of amendment, as provided by Section 30-146,147, changing the capital stock to \$250,000.00.

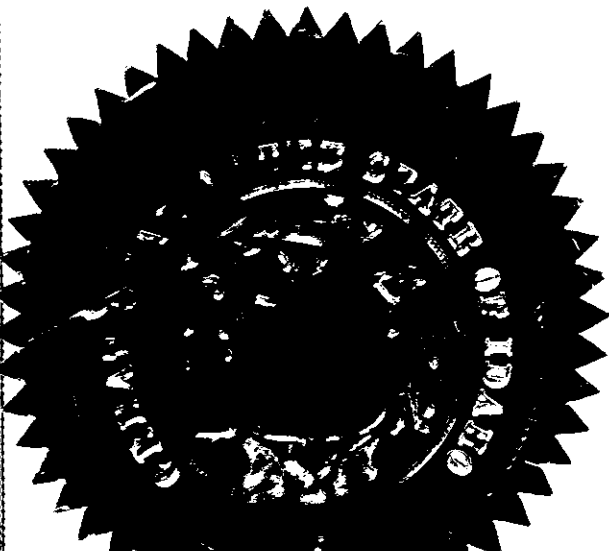
and that the said articles of amendment contain the statement of facts required by law, and are /will be Micro recorded on Film No. of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 11th day of December , A. D., 19 69 .

Pete T. Cenarrusa

Secretary of State



1 ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

2 KNOW ALL MEN BY THESE PRESENTS:

3 That pursuant to the provisions of Idaho Code, Section 30-146,
4 Western Idaho Potato Processing Co., an Idaho corporation, by and with
5 the consent of its shareholders has amended its Articles of Incorporation
6 as follows:

7 Article V of the Articles of Incorporation of said corporation
8 has been amended to read as follows:

9 "V.

10 The authorized capital stock of this corporation
11 shall be \$250,000.00 divided into 250,000 shares of
12 common stock of a par value of \$1.00 each, and that
13 the total authorized number of shares shall be 250,000
14 and that their aggregate par value is \$250,000.00 and
15 that all the stock of this corporation when fully paid,
16 shall be non-assessable."

17
18 WESTERN IDAHO POTATO PROCESSING
19 CO.

20 By C. J. Marshall
 Its President

21 Attest:

G. Paul Smith
 Its Secretary

22 VERIFICATION

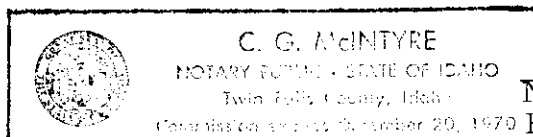
23 STATE OF IDAHO)
24) ss.
25 County of Twin Falls)

26 C. J. MARSHALL and G. PAUL SMITH, being first duly sworn,
 depose and say:

27 That they are, respectively, the President and Secretary of Western
28 Idaho Potato Processing Co.; that Article V of the Articles of Incorporation as
29 hereinabove set forth has been duly and validly adopted pursuant to the provisions
 of Section 30-146, Idaho Code; and that they have signed the above Amendment
 to Articles of Incorporation as such President and Secretary.

30 C. J. Marshall
31 G. Paul Smith

32 SUBSCRIBED and SWORN to before me this 8th day of December,
1969.



C. G. McIntyre
Notary Public for Idaho
Residing at Twin Falls, Idaho.