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ARTICLES OF INCORPORATION

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned incorporator being of the age of eighteen years or more, desiring to organize a corporation under the laws of the State of Idaho, do hereby make, sign and verify these Articles of Incorporation.

ARTICLE I

The name of the corporation is **"SUSTAINABLE GROWTH, INC."**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purposes for which the corporation is organized are as follows:

- (a) To manufacture and sell soil amendments;
- (b) To do all other things necessary or incidental to the foregoing business purposes;
- (c) To undertake all other business activities of any kind or nature for which businesses may be lawfully incorporated under the laws of the State of Idaho;

ARTICLE IV

The corporation is authorized to issue 500,000 shares of no-par Class A voting stock and 500,000 shares of no-par Class B non-voting

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of Directors shall determine for each class of stock, the preferences, limitations and relative rights of such stock prior to the issuance of any shares of that class and in accordance with Idaho Code §30-1-601.

The capital stock of this corporation, after the amount of the subscription price has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

ARTICLE V

The address of the initial registered office of the corporation is 405 South 200 East, Jerome, Idaho 83338.

The name of the initial registered agent at such address is SEAN MALLET.

ARTICLE VI

The names and addresses of the persons who shall serve as directors of the corporation until the first annual meeting of shareholders are:

SEAN MALLET - 405 South 200 East, Jerome, Idaho 83338

NORMAN RAY GORE - 405 South 200 East, Jerome, Idaho 83338

ARTICLE VII

The name and address of the incorporator is:

SEAN MALLET - 405 South 200 East, Jerome, Idaho 83338

ARTICLE VIII

No private property of the stockholders of the corporation shall be subject to or liable for payment of corporation debts.

ARTICLE IX

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon stockholders of this corporation are granted subject to this reservation.

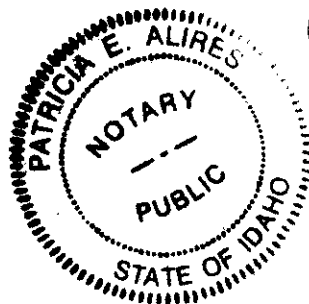
DATED this 2 day of March, 2005.

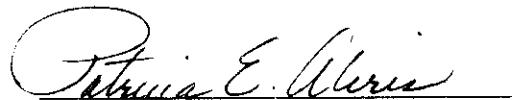

SEAN MALLET

STATE OF IDAHO)
 ss:
County of Jerome)

On this 2 day of March, 2005, before me, the undersigned, a Notary Public in and for said County and State, personally appeared SEAN MALLET, known to me to be the person whose name is subscribed to the within and foregoing instrument, and who acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year in this certificate first above written.




NOTARY PUBLIC for Idaho
Residing at Shen Falls, Idaho
Commission Expires: 12-22-09