



**CERTIFICATE OF INCORPORATION
OF**

HILL TOP FARMS, INC.

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 the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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: **January 29, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Shirley J. [Signature]*

ARTICLES OF INCORPORATION

OF

HILL TOP FARMS, INC.

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RECEIVED
SEC. OF STATE
KNOW ALL MEN BY THESE PRESENTS: That the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following articles of incorporation, to-wit:

I

NAME

The name of this corporation shall be Hill Top Farms, Inc.

II

PURPOSES

The purposes for which this corporation is formed are as follows:

(a) To purchase and sell farms and to engage in the business of farming, and to carry on any other business incident thereto or connected therewith;

(b) To engage in any other lawful business for which corporations may be organized under the Idaho Business Corporation Act.

III

DURATION

The period of existence and duration of this corporation shall be perpetual.

IV

REGISTERED OFFICE

The initial location of the principal place of business and registered office of the corporation shall be at Star Route B, Box 23A, Mountain Home, Elmore County, Idaho, and the mailing address shall be Star Route B, Box 23A, Mountain Home,

Idaho 83647. The name of the initial registered agent at the above address shall be James A. Blanksma.

V

CAPITAL STOCK

The amount of its capital stock shall be \$100,000, to consist of 100,000 shares of common stock of the par value of \$1.00 per share. No distinction shall exist between the shares of the corporation and all such shares shall have the same rights in the corporation. All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services or any other right or thing of value for the uses and purposes of the corporation, and when so issued shall become and be fully paid the same as though paid for in cash at par, and the board of directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock. No assessments or calls shall be made upon fully-paid capital stock.

VI

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

NAME	POST OFFICE ADDRESS	NO. OF SHARES
James A. Blanksma	Star Route B, Box 23A Mountain Home, Idaho 83647	1
Kristine E. Blanksma	Star Route B, Box 23A Mountain Home, Idaho 83647	1

VII

GOVERNING BODY

The governing body of the corporation shall consist of a board of two directors, who shall be elected annually as provided by the by-laws. The number of the board of directors may be changed from time to time as prescribed by the by-laws,

but shall be not less than one nor more than seven. The names and post office addresses of those who are selected to act as directors until the first annual election are as follows:

NAME	POST OFFICE ADDRESS
James A. Blanksma	Star Route B, Box 23A Mountain Home, Idaho 83647
Kristine E. Blanksma	Star Route B, Box 23A Mountain Home, Idaho 83647

VIII

POWERS OF THE BOARD OF DIRECTORS

In addition to other powers, the board of directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed mortgages, liens or other encumbrances on the real and personal property of the corporation.

We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore mentioned, for the purpose of forming a corporation to do business both within and outside of the State of Idaho, and pursuant to the laws of the State of Idaho, do make and file these articles of incorporation and we respectively agree to take the number of shares of stock hereinbefore set opposite our respective names.

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Mountain Home, County of Elmore, State of Idaho, this 23rd day of January, 1987.

James A. Blanksma
James A. Blanksma

Kristine E. Blanksma
Kristine E. Blanksma

STATE OF IDAHO,)
)
COUNTY OF ELMORE,) ss.

On this 23rd day of January, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared JAMES A. BLANKSMA and KRISTINE E. BLANKSMA, husband and wife, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they 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.

Jay R. Smedley
Notary Public for Idaho,
Residing at Mountain Home, ID