

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

WHITE FARMS, INC.

was filed in the office of the Secretary of State on the **Tenth** day of **April** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **127** 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 **Buhl** in the County of **Twin Falls.**

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 **10th** day of **April**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

WHITE FARMS, INC.

* * * * *

KNOW ALL MEN BY THESE PRESENTS:

That we the undersigned, Lee L. White, Blaine L. White and Asa T. White, all residents of the State of Idaho, each and all citizens of the United States of America, and each and all of the age of majority, do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt and execute the following Articles of Incorporation, and do hereby certify and declare:

ARTICLE I.

That the name of said corporation is and shall be
WHITE FARMS, INC.

ARTICLE II.

That said corporation is formed for the following purposes:

a. To engage in a general livestock and ranching business, both on its own account and as agent; to agist, feed, range, graze, manage, herd, control, brand, care for, purchase, market, and sell livestock of every kind, both on its own account and as agent for other persons or corporations; buy, lease, cultivate, manage, operate, and sell ranch properties and products therefrom both on its own account and as agent for other persons or corporations.

b. To purchase, raise, import, export and deal in

1 cattle and livestock of all kinds and to carry on a general
2 cattle, sheep, hog, poultry, or any other manner of livestock
3 or animal or grazing business; purchasing or acquiring, and
4 selling or otherwise disposing of stocks, supplies, equipment,
5 accessories, appurtenances, products and by-products, of said
6 business.

7 c. To purchase, own, improve, equip, operate and
8 manage farms and engage in any agricultural pursuit or under-
9 taking.

10 d. To engage, maintain and operate a meat processing
11 plant or plants for slaughter, packing and packaging, and pro-
12 cessing, in all ways of meat products and foodstuffs of all and
13 every kind, type or name.

14 e. To buy, sell, lease and deal in motors, automobiles
15 motor trucks, motor buses and their appliances, tools and acces-
16 sories; to operate and maintain garages and service stations
17 and terminal freight points, and to store, repair, rent and lease
18 motors, automobiles, motor trucks, motor buses, and all other
19 vehicles; to buy sell and repair vehicles of all description pro-
20 pelled by diesel, gas, gasoline, compressed air, or other motor
21 power; to organize, maintain and operate for hire a transportation
22 system in all parts of the world for the purpose of transporting
23 passengers, baggage, merchandise, agricultural crops, livestock
24 and freight of every description whatsoever by means of auto-
25 mobiles, motor buses, motor trucks and vehicles of every kind
26 and however propelled; to generally do all and every thing
27 necessary and incidental to the business of a trucking or bus
28 company or necessary and incidental to the enjoyment of the powers
and privileges being granted.

f. To carry on the business of a general warehouseman
particularly to carry, maintain and conduct and operate dry
storage warehouses, bonded warehouses and common warehouses for

1 the storage of merchandise, machinery, furniture, farm products
2 and all other products and manufacturers and chattels and effects,
3 of all kinds, both of foreign and domestic production and manuf-
4 acture.

5 g. To receive, acquire, hold, purchase, dispose of,
6 convey, mortgage and/or lease, real and personal properties;
7 to dispose of, sell, lease, sign, transfer, mortgage and/or
8 convey any rights, privileges, franchises, real or personal
9 property of the corporation, other than it's franchise of being
10 a corporation, and to acquire, purchase, guarantee, hold,
11 mortgage, own, vote, sell, pledge and/or otherwise dispose of
12 and deal in shares, bonds, securities and debentures and other
13 evidences of indebtedness of its own and of other corporations,
14 domestic or foreign.

15 h. To conduct business in this state, other states,
16 District of Columbia, territories and colonies of the United
17 States and in foreign countries, and to have one or more offices
18 and places of business out of this state, and to acquire, receive,
19 hold, purchase, lease, mortgage, dispose of, and/or convey real
20 and personal property situate out of this state.

21 i. To enter into, make, perform and carry out contracts
22 of every kind and for any lawful purpose, without limit as to
23 amount, with any person, firm, association, corporation,
24 municipality, state or government, or any subdivision, district
25 or department thereof.

26 j. To carry on any other lawful business whatsoever in
27 connection with the foregoing or which is calculated directly
28 or indirectly to promote the interest of the corporation or to
enhance the value of its properties and to have and exercise
all right, powers and privileges which are now or may hereafter
be conferred by the State of Idaho upon corporations; to execute
from time to time general or special powers of attorney to

1 persons, firms, associations or corporations and to revoke same
2 as and when the Board of Directors may determine; and to do any
3 or all of the things herein set forth to the same extent as
4 natural persons might or could do.

5 k. Any and all of the rights, powers, privileges or
6 restrictions in these Articles of Incorporation granted and con-
7 tained, conferred or imposed may be enlarged, amended, altered,
8 changed in any manner and to any extent, or repealed by articles
9 of amendment made, executed, authorized by the laws of the State
10 of Idaho.

11 l. To do any and all such other acts, things, business
12 or businesses in any manner connected with or necessary, incid-
13 ental, convenient, or auxiliary to any of the objects herein-
14 before enumerated, or calculated, directly or indirectly to
15 promote the interest of the corporation and to carry on its
16 purpose, or for the purpose of attaining or furthering in any
17 of its businesses.

18 m. To lend money and negotiate loans; to draw, accept,
19 endorse, discount, sell and deliver bills of exchange, promissory
20 notes, bonds, obligations, securities of any government or
21 authority or company; to form, promote, subsidize and assist
22 companies, firms, and partnerships of all kinds; to act as
23 surety and guarantor in any and all types of engagements, includ-
24 ing the power to execute, endorse and deliver contracts and to
25 guarantee the prompt and faithful performance and payment of
26 debts, notes, agreements, contracts and undertakings of any
27 other person, firm, partnership or corporation; and including
28 also the power to act as an accommodation co-maker or guarantor
of obligations either as a primary or secondary obliger; to enter
into any arrangements with any authorities, municipal, local or
otherwise conducive to the company's or any of them, and to
obtain from any such government or authority any rights, privileges

1 and concessions which the company may think it desirable to
2 obtain, and to carry out, exercise and comply with any such
3 arrangement, right, privileges, and concessions. Generally to
4 carry on and undertake any business, undertaking, transaction, or
5 operation commonly carried on or calculated directly or indirectly
6 to enhance the value of, or render profitable, any of the company's
property or rights.

7 n. The several clauses contained in this statement of
8 purposes shall be construed, as both purposes and powers, and
9 the statements contained in each clause shall, except where other-
10 wise expressed, be in no way limited or restricted by reference
11 to or inference from the terms of any other clause, but shall
12 be regarded as independent purposes and powers.

13 ARTICLE III.

14 That the location and post office address of the
15 corporation shall be at 805 No. 11th Avenue, Buhl, Twin Falls
16 County, State of Idaho.

17 ARTICLE IV.

18 That subject to dissolution, in the manner provided
19 by law, the duration of this corporation shall be perpetual.
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21 ARTICLE V.

22 That the amount of the authorized stock of said
23 corporation shall be \$10,000.00 divided into 10,000 shares of
24 common stock, of the par value of \$1.00 per share.

25 ARTICLE VI.

26 That the names and post office address of each of the
27 incorporators and the number of shares subscribed by each is as
28

1 follows:

2	<u>NAME OF INCORPORATOR</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>
3	Lee L. White	805 No. 11th Avenue Buhl, Idaho	1
	Blaine L. White	Rt. #2, Rexburg, Idaho	1
4	Asa T. White	Rt. #3, Buhl, Idaho	1

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6 ARTICLE VII.

7 The private property of the stockholders of the corpor-
8 ation shall not be subject to the payment of corporate debts to
9 any extent, whatever, and the shares of the corporation shall not
10 be subject to assessment for the purpose of paying expenses,
11 conducting business, or paying debts of the corporation.

12 ARTICLE VIII.

13 The number of Directors of the Corporation shall be as
14 specified in the By-Laws, provided the number of directors of the
15 corporation shall not be less than three. In case of any increase
16 in the number of Directors, the additional Directors may be
17 elected by the Directors then in office, and the Directors so
18 elected shall hold office until the next annual meeting of the
19 stockholders and until their successors are elected and qualified.

20 All the officers of the corporation shall be stock-
21 holders, except that the secretary-treasurer may, but need not
22 be stockholders, and any two or more offices may be held by the
23 same one person. The term of office of the officers, except as
24 in these articles otherwise expressly provided, shall be for
25 one year and until their successors shall have been elected and
26 qualified, unless sooner removed or resigned, as herein provided;
27 the officers to serve until the first general election to be
28 held at the first annual meeting of the stockholders and until
their successors are elected and qualified are:


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<u>NAME</u>	<u>OFFICE</u>
Lee L. White	Director-President
Blaine L. White	Director-Vice-President
Asa T. White	Director-Secretary-Treasurer

ARTICLE IX.

A majority of the Board of Directors shall constitute a quorum and shall have power to transact the business and exercise the corporate powers of the corporation and, except as otherwise provided herein, may mortgage, pledge, sell or otherwise dispose of real or personal property of the corporation for the purpose of carrying on the business of the corporation. The Board of Directors shall have power to appoint agents and servants of the corporation, prescribe their duties and remove them at pleasure and may fix the compensation of the officers, agents and servants of the corporation, and shall have power to vote and grant to themselves (and any officer or director may join in granting to himself such salary), commission or compensation for their services as officer or directors, or both as they may determine. The Board of Directors or the stockholders may, by a majority vote, adopt by-laws for the regulation of the affairs of the corporation, and by a majority vote amend or repeal the same, provided that such by-laws shall not conflict with these Articles of Incorporation. The by-laws adopted by the directors shall provide the time and place of directors' meetings and the manner of calling the same, which meetings may be held within or without the State of Idaho.

IN WITNESS WHEREOF, The parties hereto have hereunto set their hands this _____ day of _____, 1964.



Lee L. White

Blaine L. White
Blaine L. White

Asa T. White
Asa T. White

STATE OF IDAHO)
County of Twin Falls) ss.
)

On this _____ day of _____, 1964,
before me, a Notary Public, personally appeared Lee L. White
and Asa T. White, known to me to be two of the persons whose
names are subscribed to the foregoing Articles of Incorporation,
and acknowledged to me that they executed the same and that
all of the incorporators named therein are full age citizens
of the United States.

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

(SEAL)

[Signature]
Notary Public for Idaho
Residing at Buhl, Idaho

STATE OF IDAHO)
County of _____) ss.
)

On this _____ day of _____, 1964,
before me, a Notary Public, personally appeared Blaine L. White,
known to me to be the person whose name is subscribed to the
foregoing Articles of Incorporation, and acknowledged to me
that he executed the same and that all of the incorporators
named therein are full-age citizens of the United States.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate

1 first above written.

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3 (SEAL)

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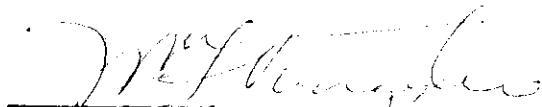
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Notary Public for Idaho
Residing at