

State of Idaho



Department of State

CERTIFICATE 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 original of the articles of incorporation of

BELLISTON BROTHERS APIARIES, INC.

was filed in the office of the Secretary of State on the **THIRTEENTH** day of **FEBRUARY** A.D., One Thousand Nine Hundred **SIXTY-NINE** and ~~will be~~ duly recorded on ~~Film~~ ~~No~~ ~~microfilm~~ 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 **BURLEY, IDAHO** in the County of **CASSIA**.

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 **13th** day of **FEBRUARY**, A.D., **1969**.

Pete T. Cenarrusa
Secretary of State.

Assistant Corporation Clerk.

1 ARTICLES OF INCORPORATION

2 OF

3 BELLISTON BROTHERS APIARIES, INC.

4 * * * * *

5 KNOW ALL MEN BY THESE PRESENTS:

6 That the undersigned, David M. Belliston, Barbara B.
7 Belliston, Elmo R. Belliston and Loa Belliston, all residents
8 of the State of Idaho, each and all citizens of the United States
9 of America, and each and all of the age of majority, do hereby
10 associate themselves together for the purpose of forming a cor-
11 poration under the laws of the State of Idaho, and to that end
12 do hereby adopt and execute the following Articles of Incorpora-
13 tion, and do hereby certify and declare:

14 ARTICLE I.

15 That the name of said corporation is and shall be

16 "Belliston Brothers Apiaries, Inc."

17 ARTICLE II.

18 That said corporation is formed for the following pur-
19 poses:

20 a. To engage in the buying, selling, and culture of
21 bees, and the purchase, production, and sale of honey; also the
22 manufacture and sale of food products, including any and every-
23 thing incidental or necessary thereto or any thereof; buy, lease,
24 cultivate, manage, operate, and sell ranch properties and pro-
25 ducts therefrom both on its own account and as agent for other
26 persons or corporations.

27 b. To purchase, raise, import, export and deal in bees
28 and livestock of all kinds and to carry on a general bee and/or

1 cattle, livestock business; purchasing or acquiring, and selling or
2 otherwise disposing of stocks, supplies, equipment, accessories,
3 appurtenances, products and by-products, of said business.

4 c. To purchase, own, improve, equip, operate and
5 manage farms and engage in any agricultural pursuit or undertak-
6 ing.

7 d. To engage, maintain and operate a honeyprocessing
8 plant or plants for refining, blending, packing and packaging and
9 processing, in all ways, of honey products and foodstuffs of all
10 and every kind, type or name.

11 e. To carry on the business of a general warehouseman
12 particularly to carry, maintain and conduct and operate dry stor-
13 age warehouses, bonded warehouses and common warehouses for the
14 storeage of merchandise, machinery, furniture, farm products and
15 all other products and manufacturers and chattels and effects,
16 of all kinds, both of foreign and domestic production and
17 manufacture.

18 f. To receive, acquire, hold, purchase, dispose of,
19 convey, mortgage and/or lease, real and personal properties; to
20 dispose of, sell, lease, sign, transfer, mortgage and/or convey
21 any rights, privileges, franchises, real or personal property of
22 the corporation, other than its franchise of being a corporation,
23 and to acquire, purchase, guarantee, hold, mortgage, own, vote,
24 sell, pledge and/or otherwise dispose of and deal in shares,
25 bonds, securities and debentures and other evidences of indebted-
26 ness of its own and of other corporations, domestic or foreign.

27 g. To conduct business in this state, other states,
28 District of Columbia, territories and colonies of the United

1 States and in foreign countries, and to have one or more offices
2 and places of business out of this state, and to acquire, receive,
3 hold, purchase, lease, mortgage, dispose of, and/or convey real
4 and personal property situate out of this state.

5 h. To enter into, make, perform, and carry out con-
6 tracts, of every kind and for any lawful purpose, without limit
7 as to amount, with any person, firm, association, corporation,
8 municipality, state or government, or any subdivision, district
9 or department thereof.

10 i. To carry on any other lawful business whatsoever in
11 connection with the foregoing or which is calculated directly or
12 indirectly to promote the interest of the corporation or to en-
13 hance the value of its properties and to have and exercise all
14 right, powers and privileges which are now or may hereafter be
15 conferred by the State of Idaho upon corporations; to execute
16 from time to time general or special powers of attorney to
17 persons, firms, associations or corporations and to revoke same
18 as and when the Board of Directors may determine; and to do any
19 or all of the things herein set forth to the same extent as
20 natural persons might or could do.

21 j. Any and all of the rights, powers, privileges or
22 restrictions in these Articles of Incorporation granted and con-
23 tained, conferred or imposed may be enlarged, amended, altered,
24 changed in any manner and to any extent, or repealed by
25 articles of amendment made, executed, authorized by the laws of
26 the State of Idaho.

27 k. To do any and all such other acts, things, business
28 or businesses in any manner connected with or necessary, incidental,

1 convenient, or auxiliary to any of the objects hereinbefore
2 enumerated, or calculated, directly or indirectly to promote the
3 interest of the corporation and to carry on its purpose, or for
4 the purpose of attaining or furthering in any of its businesses.

5 1. To lend money and negotiate loans; to draw, accept,
6 endorse, discount, sell and deliver bills of exchange, promissory
7 notes, bonds, obligations, securities of any government or authori-
8 ty or company; to form, promote, subsidize and assist companies,
9 firms, and partnerships of all kinds; to act as surety and guaran-
10 tor in any and all types of engagements, including the power to
11 execute, endorse and deliver contracts and to guarantee the prompt
12 and faithful performance and payment of debts, notes, agreements,
13 contracts and undertakings of any other person, firm, partnership
14 or corporation; and including also the power to act as an accom-
15 modation co-maker or guarantor of obligations either as a primary
16 or secondary obliger; to enter into any arrangements with any
17 authorities, municipal, local or otherwise conducive to the com-
18 pany's objects or any of them, and to obtain from any such govern-
19 ment or authority any rights, privileges and concessions which
20 the company may think it desireable to obtain, and to carry out,
21 exercise and comply with any such arrangement, right, privileges,
22 and concessions. Generally to carry on and undertake any business,
23 undertaking, transaction, or operation commonly carried on or
24 calculated directly or indirectly to enhance the value of, or
25 render profitable, any of the company's property or rights.

26 m. The several clauses contained in this statement of
27 purposes shall be construed, as both purposes and powers, and
28 the statements contained in each clause shall, except where

1 otherwise expressed, be in no way limited or restricted by
2 reference to or inference from the terms of any other clause, but
3 shall be regarded as independent purposes and powers.

4 ARTICLE III.

5 That the location and post office address of the cor-
6 poration shall be at 1519 Malta Avenue, Burley , County of
7 Cassia, State of Idaho.

8 ARTICLE IV.

9 That subject to dissolution, in the manner provided
10 by law, the duration of this corporation shall be perpetual.

11 ARTICLE V.

12 That the amount of the authorized stock of said corpora-
13 tion shall be \$10,000.00, divided into 1,000 shares of common
14 stock, of the par value of \$10.00 per share.

15 ARTICLE VI.

16 That the names and post office address of each of the
17 incorporators and the number of shares subscribed by each is as
18 follows:

19	<u>NAME OF INCORPORATOR</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES</u>
20	David M. Belliston	321 Dennis Dr., Burley, Idaho	1
	Barbara B. Belliston	321 Dennis Dr., Burley, Idaho	1
21	Elmo R. Belliston	1519 Malta, Burley, Idaho	1
	Loa Belliston	1519 Malta, Burley, Idaho	1

22
23 ARTICLE VII.

24 The private property of the stockholders of the corpora-
25 tion shall not be subject to the payment of corporate debts to
26 any extent, whatever, and the shares of the corporation shall not
27 be subject to assessment for the purpose of paying expenses, con-
28 ducting business, or paying debts of the corporation.

ARTICLE VIII.

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

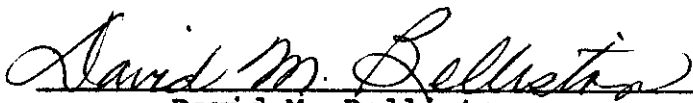
All the officers of the corporation shall be stockholders, except that the secretary-treasurer may, but need not be stockholders, and any two or more offices may be held by the same one person. The term of office of the officers, except as on these articles otherwise expressly provided, shall be for one year and until their successors shall have been elected and qualified, unless sooner removed or resigned, as herein provided.

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

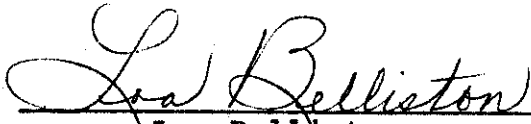
1 granting to himself such salary), commission or compensation for
2 their services as officer or directors, or both as they may
3 determine. The board of directors of the stockholders may, by
4 a majority vote, adopt by-laws for the regulation of the affairs
5 of the corporation, and by a majority vote amend or repeal the
6 same, provided that such by-laws shall not conflict with these
7 articles of incorporation. The by-laws adopted by the directors
8 shall provide the time and place of directors' meetings and the
9 manner of calling the same, which meetings may be held within or
10 without the State of Idaho.

11 IN WITNESS WHEREOF, the parties hereto have hereunto set
12 their hands this 31 day of January, 1969.

13 
14 David M. Belliston

15 
16 Barbara B. Belliston

17 
18 Elmo R. Belliston

19 
20 Loa Belliston

21 STATE OF IDAHO)
22) ss.
23 County of Twin Falls)

24 On this 31 day of January, 1969, before me, a
25 notary public, in and for said State, personally appeared DAVID
26 M. BELLISTON, BARBARA B. BELLISTON, ELMO R. BELLISTON and LOA
27 BELLISTON, known to me to be the persons whose names are sub-
28 scribed to the foregoing instrument, and acknowledged to me that
they executed the same and that all of the incorporators named

1 therein are full-age citizens of the United States.

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

5 Michael H. Felton
6 Notary Public for Idaho,
7 Residing at Buhl, therein.
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