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OCT 15 1981

SECRETARY OF STATE
STATE OF WASHINGTON

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ARTICLES OF AMENDMENT

OF

DUMAS SEED COMPANY

The above-named corporation hereby certifies and adopts in duplicate the following amendments to its Articles of Incorporation.

- (1) The name of this corporation is DUMAS SEED COMPANY.
- (2) The amendments adopted by the corporation are amendments to Articles I, II, III, IV, VI, VII, VIII, IX and X as follows:

- (a) Article I. is amended to read as follows:

ARTICLE I. NAME

The name of this corporation shall be DUMAS CORPORATION and its existence shall be perpetual.

- (b) Article II. is amended to read as follows:

ARTICLE II. PURPOSES

The purpose and object of this corporation are as follows:

1. To engage in the business of purchasing or otherwise acquiring, storing, preparing, processing, marketing, trading and otherwise dealing in and with respect to feeds of all kinds and pea, lentil and other crops and commodities; to manufacture, market and otherwise deal in and with respect to derivatives, products and by-products of such crops and commodities; and to acquire, hold, improve, lease, sell, convey, exchange, mortgage, grant security interests in or otherwise encumber its assets and to otherwise deal in and with respect to property of every kind and nature, including stock and securities of other corporations, incidental or appropriate to the conduct of the aforesaid business.

2. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to this corporation.

3. In furtherance of and not in limitation of the general powers conferred by the laws of the State of Washington, it is expressly provided that this corporation shall also have the following powers:

- (a) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the stock of this corporation, provided that the money or property of the corporation shall not be used for purchase of shares of its own stock when such use would cause any impairment of the capital of the corporation. The corporation shall not be entitled to vote, either directly or indirectly, on any shares of its own stock which it may hold.
- (b) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, debentures, notes and other securities and obligations of this corporation.
- (c) To borrow money and give security therefor.
- (d) To enter into, make, perform and carry out contracts of every kind for any lawful purposes pertaining to its business, with any individual, entity, firm, association, or corporation, or with any governmental, municipal, or public authority, domestic or foreign.
- (e) To do everything necessary, proper, convenient, or incidental to the accomplishment of the purposes and objects of this corporation, or which is calculated directly or indirectly to promote the welfare or interests of the corporation or enhance the value or render profitable any of its property or rights.

- (f) To do any and all of the things in this article set forth to the same extent a natural person might or could do, and in any part of the world, as principals, agents, contractors, trustees, or otherwise, either alone or in company with others.

PROVIDED, HOWEVER, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business, to exercise any power or to do any act which a corporation formed under the Uniform Business Corporation Act of the State of Washington, or any amendment thereto or substitute therefor, may not at the time lawfully carry on or do.

- (c) Article III. is hereby amended to read as follows:

ARTICLE III. REGISTERED OFFICE AND AGENT

The location and post office address of the registered office of the corporation and the name of the registered agent at that address is:

Kenneth B. Myklebust
SE 1255 Professional Mall Blvd.
Pullman, Washington 99163

- (d) Article IV. is hereby repealed in its entirety and there is hereby added as Article IV. the following:

ARTICLE IV. PRE-EMPTIVE RIGHTS

Shareholders of this corporation shall not have pre-emptive rights to acquire additional shares offered for sale by the corporation.

- (e) Articles VI. is hereby amended to read as follows:

ARTICLE VI . DIRECTORS

1. The number of directors of the corporation shall be fixed as provided in the By-Laws, and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than three nor more than nine unless all shares of the corporation are owned of record by fewer than three shareholders, in which event the number of directors may be the same as the number of shareholders.

2. In furtherance of and not in limitation of the powers conferred by the laws of the state of Washington, the Board of Directors is expressly authorized to make, alter and repeal the **By-Laws** of the corporation, subject to the power of the shareholders of the corporation to change or repeal such By-Laws.

3. The corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise, with its directors, officers and shareholders and with corporations, associations, firms and entities in which they are or may be or become interested as directors, officers, shareholders, members or otherwise, as freely as though such adverse interests did not exist, even though the vote, action or presence of such director, officer or shareholder may be necessary to obligate the corporation upon such contracts or transactions; and in the absence of fraud no such contract or transaction shall be avoided and no such director, officer or shareholder shall be held liable to account to the corporation, by reason of such adverse interests or by reasons of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of shareholders who are not directors or officers) the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the corporation. A general notice that a director or officer of the corporation is interested in any corporation, association, firm, or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with that corporation, association, firm or entity.

4. Any contract, transaction, or act of the corporation or of the directors or of any officers of the corporation which shall be ratified by a majority of a quorum of the shareholders of the corporation at any annual meeting or any special meeting called for such purpose, shall insofar as permitted by law, be as valid and as binding as though ratified by every shareholder of the corporation.

5. The first directors of this corporation shall be six in number and their post office addresses are as follows:

<u>Name</u>	<u>Addresses</u>
E. A. Dumas	1503 Grand Ave., Pullman, Washington,
E. Merrill Boyd	Route 3, Moscow, Idaho,
Carl Boyd	Route 1, Pullman, Washington,
Morton C. Swanson	R.F.D., Palouse, Washington, and
G. E. Krummeck	500 Lewis Bldg., Portland, Oregon.

The term of the first directors shall be until the first annual meeting of the shareholders of the corporation and until their successors are elected and qualified.

(f) Article VII. is hereby amended to read as follows:

ARTICLE VII. CAPITAL STOCK

1. The total number of shares of stock authorized and which may be issued by this corporation and the par value thereof is as follows:

Total no. of shares authorized:	3,000
Total capital stock:	\$300,000.00
Par value:	\$100.00

(g) Article VIII. is hereby repealed in its entirety.

(h) Article IX. is hereby repealed in its entirety.

(i) Article X. is hereby repealed in its entirety.

(3) The above amendments to the Articles of Incorporation were adopted by the shareholders on the 6th day of October, 1981.

(4) At the time of adoption of the amendments, there were 2,668 shares of stock outstanding and of that number 2,668 were entitled to vote upon the amendments.

(5) The vote on the amendments was as follows:

For 2,668

Against -0-

(6) The amendment to Article VII. reduces the amount of stated capital from \$450,000.00 to \$300,000.00 by eliminating 500 shares of 6.5%, \$100.00 par preferred stock which was authorized but is unissued and by reducing the authorized common stock from 4,000 shares to 3,000 shares, each having a par value of \$100.00. No issued shares are to be exchanged, reclassified or cancelled.

EXECUTED in duplicate this 6th day of October, 1981, by the duly authorized officers of the corporation.

DUMAS SEED COMPANY.

By: Gerald R. Jordan
Gerald R. Jordan, President

By: Kenneth B. Myklebust
Kenneth B. Myklebust, Secretary

STATE OF WASHINGTON)
) ss
County of Whitman)

KENNETH B. MYKLEBUST, being first duly sworn, on oath deposes and says:

That he is the Secretary of DUMAS SEED COMPANY; that he has read the above and foregoing Amendments to Articles of Incorporation, knows the contents thereof and believes the same to be true.

KB Alghaboul

SUBSCRIBED AND SWORN to before me this 7th day of October, 1981.

Cheryl R. Coulter
NOTARY PUBLIC in and for the State
of Washington, residing at Albion.