State of Idaho

Department of State

CERTIFICATE OF INCORPORATION
OF

SWEETWATER AQUACULTURE 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: April 17, 1992

GREAT SEAL OF THE STATE OF IDAHO

Pete T. Cenarrusa
SECRETARY OF STATE

By Jamie Chadwick

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ARTICLES OF INCORPORATION
OF
SWEETWATER AQUACULTURE INC.

ARTICLE 1

The name of this corporation shall be: SWEETWATER AQUACULTURE INC.

ARTICLE 2

The purpose for which this corporation is organized is the transaction of any and all lawfull businesses for which any corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE 3

The sale and transfer of stock in this corporation shall be regulated as follows:

(a) No stock of this corporation shall be issued or transferred to any person who is not an officer or a director of this corporation, except with the consent of the board of directors evidenced by a resolution duly passed at a regular meeting of the board, or at aspecial meeting called for that purpose. Every shareholder who desires to sell his stock, and any shareholder who for any reason shall cease to be an officer or a director, his personal representatives, legatees or assigns, shall be required, at the time of the taking of the next inventory, as hereinafter provided for, to offer in writing to sell to the board of directors the number of shares of capitol stock held by him to such person or persons the board of directors shall designate by a resolution duly passed, at and for the same sum per share as is equalled by the quotient obtained by dividing the total net amount of the tangable assets by the number of shares then outstanding, and any such shareholder, his personal representatives, legatees, or assigns, shall immediatly on the payment or tender to him in cash of such price per share, transfer and assign the share of the stock held to such person or persons so designated by the board of directors. In the event, however, that the board of directors shall refuse or neglect to designate such person or persons at the next regular meeting after such offer is made, or in the event of the refusal or neglect of such persn or persons to pay or tender to such shareholder the price per share for each and every share held within 120 days after such designation and the completion of the inventory, then such shareholder, his personal representatives, legatees, or assigns, may hold the shares of stock or sell or transfer them to any person or persons, the shares to be held absolutely free from the conditions and restrictions contained or referred to in the stock certificate.

Before the holder of the certificate for any shares of of the capitol stock who shall have obtained it by bequest, or in the distribution of the estate of any shareholder who may hereafter die, or buy purchase at any sale made under an execution issued against any shareholder, or any legal process, or otherwise, shall be entitled to have the stock transferred from the books of this corporation, the shares shall first be offered to and refused by such person or persons designated by the board of directors at a price computed as set forth above and subject to the same condition.

No sale whatever of any shares of the capitol stock shall pass any title thereto or be transferred on the books of this corporation, unless and until all the preceeding conditions and reqirements have been complied with, and no holder of any certificate of share shall be entitled to any dividends thereon, or to participate in any of the profits of this corporation, until the shares are regularly transfered to him on the books of this corporation.

(b) Any other provision, not inconsistent with law, which the incorporators elect to set forth for the regulation of the internal affairs of this corporation shall be regulated by the by-laws of this corporation.

ARTICLE IV

The period of existance of this corporation shall be perpetual, unless sooner disolved according to law.

ARTICLE V

The address of the initial registered office shall be 224 Thain Road, Suite 282, Lewiston, ID 83501 and the initial registered agent at such address shall be Gregory J. Dillon.

ARTICLE VI

The aggregate number of shares which this corporation shall have the authority to issue are one thousand of one class of a par value of $100.00, and the shareholders shall have the preemptive right to aquire additional or treasury shares of this corporation.

ARTICLE VII

The number of directors are four, constituting the board of directors of the persons to serve as directors until the first annual meeting of the stockholders are:

Gregory J. Dillon, President
224 Thain Road, Suite 282
Lewiston, ID 83501

Gene G. Hays, Vice President
Route 1, Box 183
Lapwai, ID 83540

Susan J. Hays, Vice President
Route 1, Box 183
Lapwai, ID 83540

Bonnie L. Curran, Secretary/Treasurer
3214 8th Street
Lewiston, ID 83501

ARTICLE VIII

The amount of capitol stock actually subscribed and the subscribers therefof are:

Gregory J. Dillon
1 Share

Gene G. or Susan J. Hays
1 Share

ARTICLE IX

The name and address of the incorporator is:

Gregory J. Dillon
224 Thain Road, Suite 282
Lewiston, ID 83501

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of April, 1992.

Gregory J. Dillon
Gregory J. Dillon

STATE OF IDAHO)
) ss.
County of Nezperce)

On this 15 day of april, 1992 before me, a notary public for the state of Idaho, personally appeared Gregory J. Dillon, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[signature]
Notary Public for the
State of Idaho, residing
at Lewiston, Idaho. My
commission expires 8.15.96