

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

SYMS FRUIT RANCH, INC.

was filed in the office of the Secretary of State on the **19th** day
of **March** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **102** 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

Caldwell in the County of **Canyon**

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 **19th** day of **March**,
A.D., 19**58**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
SYMMS FRUIT RANCH, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I.

The name of this corporation is: Symms Fruit Ranch, Inc.

II.

The purposes for which this corporation is formed are:

(a) To raise produce, purchase, manufacture, and otherwise acquire, to pack, box, treat, process, and otherwise handle, and to sell, exchange, distribute, and otherwise dispose of fruits, vegetables, nuts, and other food products, bulbs, herbs, flowers, and other plant products, and to own, operate, acquire, and otherwise conduct the business of importing, exporting, and distributing any of the above products, at wholesale, retail, or otherwise.

(b) To engage in a general farming and farm operation business.

(c) To acquire, own and operate farms and farming properties of every kind and nature and wherever situated, and to conduct all phases of farming operations.

(d) To conduct the business of purchasing, raising, feeding and selling livestock and animals of any type and description.

(e) To carry on the business of slaughtering livestock and animals of every type and description for the purpose of food, and to dispose of the products thereof; and to purchase, sell and deal in meats, provisions and all classes of produce and packing house products.

(f) To purchase, acquire, own, sell, market (either as principal or agent) or dispose of farm crops, farm produce, dairy products, poultry products, fruit, vegetables, livestock and meat of every kind and description.

(g) To establish and operate warehouses for the storage of any commodity and all type of goods, wares and merchandise, including cold storage, refrigeration and food preservation and processing facilities.

(h) To establish, maintain and conduct merchandising activities of every kind or nature through which goods, wares and

merchandise of every kind and description are bartered, exchanged, sold or dealt in.

(i) To purchase, acquire, own, hold, lease (either as lessor or as lessee), sell, exchange, subdivide, mortgage and generally operate any real or personal property of any and every kind or description, within or without the State of Idaho, necessary, suitable or use ful in connection with any of the objects or purposes herein set forth.

(j) To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation; and to equip, improve and generally operate any and all personal property owned by this corporation.

(k) To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

(l) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory, or municipality of the United States or any foreign country, government or body politic.

(m) To acquire, and hold all or any part of the capital stock, assets or good will of any business, of any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, consistent with the objects and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner, in whole or in part, any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(n) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect and to sell, assign or grant licenses or other rights in respect of any trade marks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto.

(o) To borrow money for any purposes of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debentures, notes or other obligations by Mortgages or Deeds of Trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.

(p) To purchase, subscribe for, or otherwise acquire and own, hold, sell, use, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of personal property of every kind and description including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts, or obligations of any corporation or corporations, association or associations, domes-

1 tic or foreign, and to pay therefor in whole or in part in cash or
2 by exchanging therefor stocks, bonds, or other evidences of indebted-
3 ness or securities of this or any other corporation, and while the
4 owner or holder of any such personal property, stocks, bonds, debentures,
5 notes, evidences of indebtedness or other securities, contracts
6 or obligations, to receive, collect, and dispose of the interest,
7 dividends and income arising from such property, and to possess and
8 exercise in respect thereof, all the rights, powers and privileges of
9 ownership, including all voting powers on any stocks so owned.

10 (q) To carry out all or any part of the foregoing objects,
11 or purposes as principal or agent, or otherwise, either alone or in
12 conjunction with any person, association or other corporation and
13 in any part of the world; and in carrying on its business and for
14 the purpose of attaining or furthering any of its objects or purposes,
15 to make and perform such contracts of any kind and description, to
16 do such acts and such things and to exercise any and all such powers
17 as a natural person could lawfully make, perform, do or exercise,
18 provided that the same be not inconsistent with the objects or pur-
19 poses of this corporation, or the statutes of the State of Idaho.

20 (r) To conduct its business in all or any of its branches
21 in the State of Idaho and in any and all other states, territories,
22 possessions, colonies and dependencies of the United States of
23 America, and in the District of Columbia, and in any or all foreign
24 countries, and to have one or more offices within or outside of the
25 State of Idaho.

26 (s) The objects as specified herein shall, except as
27 otherwise expressed, be in no way limited or restricted by reference
28 to or inference from the terms of any other clause or paragraph of
29 these articles. The objects, purposes and powers specified in each
30 of the clauses or paragraphs in these articles shall be regarded as
31 independent objects, purposes and powers.

32 The foregoing shall be construed as objects and powers and
the enumeration thereof shall not be held to limit or restrain in
any manner the general powers now or hereafter conferred on this
corporation by the statutes of the State of Idaho.

III

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

IV

The location and post office address of the registered of-
fice of this corporation in the State of Idaho shall be Route #6,
Caldwell, in the County of Canyon, State of Idaho.

V

This corporation is authorized to issue one class of shares
of its capital stock to be designated as "Common Stock". The total
number of shares of common stock which this corporation shall be
authorized to issue is 2500. The aggregate par value of the common
capital stock of this corporation shall be \$250,000.00; and the par
value of each share of said common capital stock shall be \$100.00.

VI

The names and post office addresses of each of the incor-
porators of this corporation and the number of shares of said common

capital stock subscribed by each of these incorporators are as follows:

NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
Darwin Symms	Route #6, Caldwell, Idaho	One
Irene Symms	Route #6, Caldwell, Idaho	One
R. Doyle Symms	Route #6, Caldwell, Idaho	One
Myrtle Symms	Route #6, Caldwell, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of 21 years and is a citizen of the United States of America.

VII

The capital stock of the corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

VIII

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho we, the undersigned, constituting the incorporators of this corporation have executed these Articles of Incorporation this 18th day of March, 1958.

Darwin Symms
Darwin Symms
Irene Symms
Irene Symms
R. Doyle Symms
R. Doyle Symms
Myrtle Symms
Myrtle Symms

STATE OF IDAHO }
County of Canyon } ss.

On this 18th day of March, 1958, before me, the undersigned, a Notary Public in and for said State, personally appeared DARWIN SYMMS, IRENE SYMMS, R. DOYLE SYMMS and MYRTLE SYMMS, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of twenty-one years and were each citizens of the United States of America.

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

Wm. J. Gilling, Jr.
Notary Public for Idaho,
Residing at Caldwell, Idaho.