



CERTIFICATE OF INCORPORATION
OF

FISH PROCESSORS, INC.

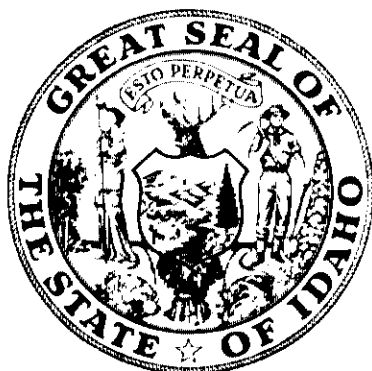
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

FISH PROCESSORS, INC.

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: March 22, 1982



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

FISH PROCESSORS, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporations Act, adopts the following Articles of Incorporation for such corporation.

- 1) THE NAME OF THE CORPORATION IS FISH PROCESSORS, INC.
- 2) The period of its duration is perpetual.
- 3) The purpose or purposes for which the corporation is organized are:

Hold and process fish products, fish and to do any and all such activities as may be necessary and consistent with the principal purpose and within the powers allowed by the Idaho Business Corporations Act to all corporations organized under the said statute.

- 4) The aggregate number of shares which the corporation shall have authority to issue is a total of one hundred (100) shares having no par value, which shares shall be common stock. The common shares shall have all rights and powers pertaining to common shares of stock including, but not limited to, the power of vote.

- 5) The Articles and By-Laws shall have no provisions denying preemptive rights.

- 6) There shall be no provision for the regulation of the internal affairs of the corporation set forth in the Articles.

WEBB, BURTON, CARLSON, PEDERSEN & PAINE
ATTORNEYS AT LAW
188 SECOND AVENUE NORTH
BOX 1768
TWIN FALLS, IDAHO 83301
PHONE 734-4450

7) The address of the initial registered office of the corporation is:

Fish Processors, Inc.
Route 3, Box 193
Buhl, Idaho 83316

and the name of its initial registered agent at such address is Leo E. Ray.

8) The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify, are:

<u>NAME</u>	<u>ADDRESS</u>
Leo E. Ray	Route 3, Box 193 Buhl, Idaho 83316
Judith K. Ray	Route 3, Box 193 Buhl, Idaho 83316

9) The name and address of the incorporator is:

Fish Breeders of Idaho, Inc.
Route 3, Box 193
Buhl, Idaho 83316.

DATED this 12 day of March, 1982.

FISH BREEDERS OF IDAHO, INC.

By Leo E. Ray
Leo E. Ray
President

WEBB, BURTON, CARLSON, PEDERSEN & PAINE
ATTORNEYS AT LAW
188 SECOND AVENUE NORTH
BOX 1788
TWIN FALLS, IDAHO 83301
PHONE 734-4430

STATE OF IDAHO)
) ss:
County of Twin Falls,)

On this 12 day of March, 1982, before me, the undersigned, a Notary Public in and for said County and State, personally appeared LEO E. RAY, known to me to be the President of FISH BREEDERS OF IDAHO, INC., the Corporation that executed the foregoing instrument, and acknowledged to me that such Corporation executed the same.

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

Marie L. Sharp
NOTARY PUBLIC
Residence: Twin Falls, Idaho

WEHR, BURTON, CARLSON, PEDERSEN & PAINE
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188 SECOND AVENUE NORTH
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