



CERTIFICATE OF INCORPORATION
OF

CONSOLIDATED AG OF CURRY, INC.

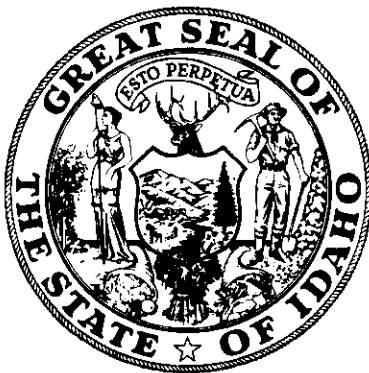
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

CONSOLIDATED AG OF CURRY, INC.

duly signed pursuant to the provisions of the Idaho Cooperative Marketing 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 February 22 , 1984



SECRETARY OF STATE

Corporation Clerk

94 FEB 22 PM 4 11

ARTICLES OF INCORPORATION
OF SECRETARY OF
STATE

CONSOLIDATED AG OF CURRY, INC.

The undersigned, acting as incorporators of a cooperative marketing association under the Cooperative Marketing Association Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is CONSOLIDATED AG OF CURRY, INC.

ARTICLE II

The duration of this corporation shall be for a term of 50 years and that its corporate existence may be renewed from time to time in such manner as may be provided or authorized by the laws of the State of Idaho.

ARTICLE III

The purpose or purposes for which the corporation is organized are:

- (a) To receive, acquire, hold, process, prepare for market and market agricultural products and by-products therefrom, and to purchase, prepare for use and distribute facilities, equipment, supplies, feed and feed supplies; and generally engage in any activity incident thereto.
- (b) To acquire, buy, own, hold, build, lease, erect and operate warehouses and elevators whenever necessary or expedient or convenient to the business of the corporation, for the purpose of grading, processing, storing, selling, buying and otherwise handling beans, grains, cereals, potatoes and all other kinds of agricultural and horticultural products.

- (c) To buy, sell, pack, grade, process, clean, treat, mix, blend, store, warehouse, elevate and otherwise handle for itself and for others, beans, grains, cereals, fruits, potatoes and all other kinds of agricultural and horticultural products.
- (d) To buy, acquire, own, hold, operate, mortgage, lease, sell or otherwise handle any and all kinds of property, real, personal and mixed, or any interest therein, which may be necessary for, or advantageous to, the business of the corporation or that may in any manner further the aims and purposes of its business.
- (e) To buy and sell at wholesale, retail or on consignment, trade in, market for commission or otherwise, or otherwise purchase, dispose of and handle beans, grains, cereals, fruits, potatoes and all kinds of agricultural and horticultural products and to issue warehouse receipts therefor, in any manner or method authorized by law.
- (f) To operate public warehouses and to do all things necessary, convenient or incidental thereto.
- (g) To borrow and lend money and negotiate loans and to hypothecate, pledge and mortgage any and all property of the company as security therefor; to draw acceptances, endorse, discount, buy, sell and deliver bills of exchange, promissory notes, bonds, debentures, coupons and other negotiable instruments and securities; to subscribe for, take, acquire, hold, sell, exchange and otherwise deal in shares, stocks, bonds, obligations and securities of any government or authority or company; to give any guaranty for the payment of money or performance of any obligation or undertaking; to enter into, make perform and carry out contracts of every sort and kind with any person, firm or corporation, private, public, municipal or body politic, and with the government of the United States or any state, territory or colony thereof or any foreign government.
- (h) To create, purchase, hold, sell and otherwise handle patent rights for inventions and designs; to own copyrights for books, pamphlets, publications and registered trade marks and with the right to issue licenses for the same.
- (i) To employ executives, managers, bookkeepers, salesmen, clerical assistants and any and all employees that may be necessary or convenient to the proper carrying on or conducting

of its business; and in carrying on its business, or for the purpose of attaining and furthering any of its purposes or its aims, to do any and all things which a copartnership or natural person could do, which is now or hereafter may be authorized by law.

- (j) To establish branch offices and places of business of the corporation at any point in the State of Idaho, any state or territory of the United States of America or any foreign country.
- (k) To make, execute, deliver and receive any and all papers, documents and other instruments necessary or convenient to the carrying out of the business of the corporation, or the furtherance of its aims and purposes.
- (l) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Chapter 26, Title 22, Idaho, Code, and as authorized in Chapter 1, Title 30, Idaho Code, and to have and exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either along or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited to or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE IV

This corporation shall not have capital stock, but shall admit applicants to membership in the corporation upon such uniform conditions as may be prescribed in its Bylaws. This corporation shall be operated on a cooperative basis for the mutual benefit of its members as producers. Membership in the corporation shall be restricted to producers and associations of producers who shall patronize the corporation.

ARTICLE V

Provisions denying preemptive rights are: There shall be no preemptive rights to membership by any member.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: They shall be as set out in the Bylaws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is Route #1, Filer, Idaho 83328, and the name of its initial registered agent at such address is Jon Brennan.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is five (5), 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>
Jon Brennan	Route #1 Filer, Idaho 83328
Jeff Brennan	Route #1 Filer, Idaho 83328
William J. Loughmiller	Route #2 Twin Falls, Idaho 83301
Karl Joslin	Route #1 Twin Falls, Idaho 83301

Robert W. Stephan

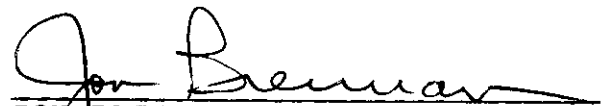
Route #3
Twin Falls, Idaho 83301


ARTICLE IX


The name and address of each incorporator is:

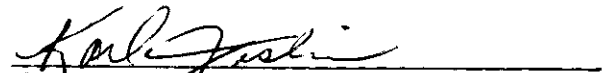
<u>NAME</u>	<u>ADDRESS</u>
Jon Brennan	Route #1 Filer, Idaho 83328
Jeff Brennan	Route #1 Filer, Idaho 83328
William J. Loughmiller	Route #2 Twin Falls, Idaho 83301
Karl Joslin	Route #1 Twin Falls, Idaho 83301
Robert W. Stephan	Route #3 Twin Falls, Idaho 83301

DATED This 22nd day of February, 1984.


JON BRENNAN


JEFF BRENNAN


WILLIAM J. LOUGHMILLER

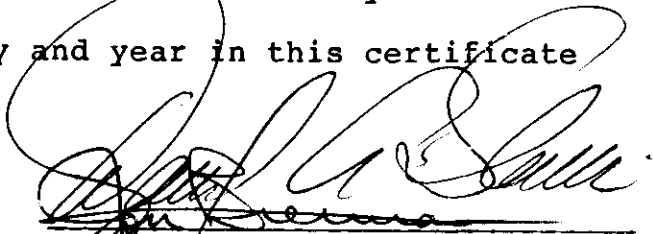

KARL JOSLIN


ROBERT W. STEPHAN

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

On this 22nd day of February, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared JON BRENNAN, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that he 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.

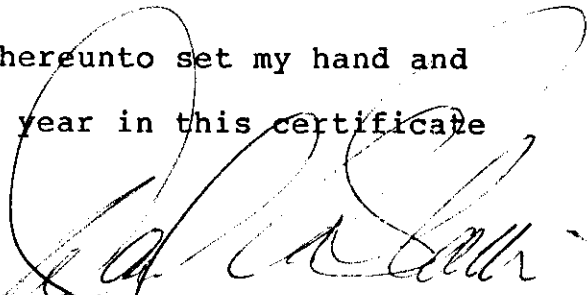


Notary Public for Idaho,
Residing at Twin Falls, Idaho.

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

On this 22nd day of February, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared JEFF BRENNAN, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that he 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.

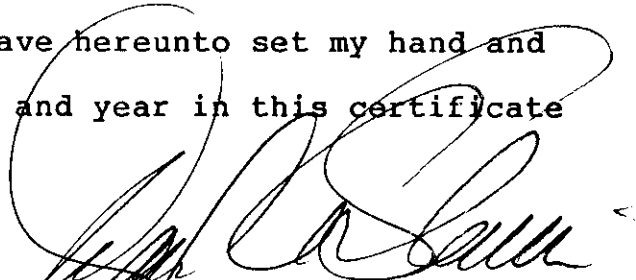


Notary Public for Idaho,
Residing at Twin Falls, Idaho.

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

On this 22nd day of February, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM J. LOUGHMILLER, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that he 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.

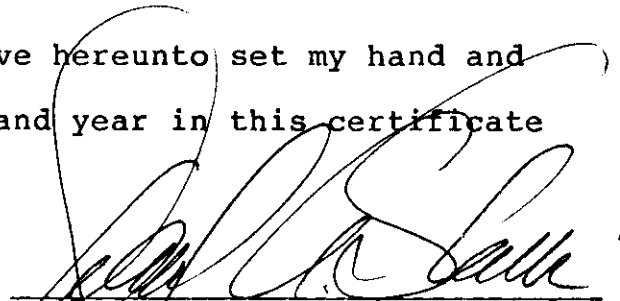


Notary Public for Idaho,
Residing at Twin Falls, Idaho.

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

On this 22nd day of February, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared KARL JOSLIN, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that he 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.

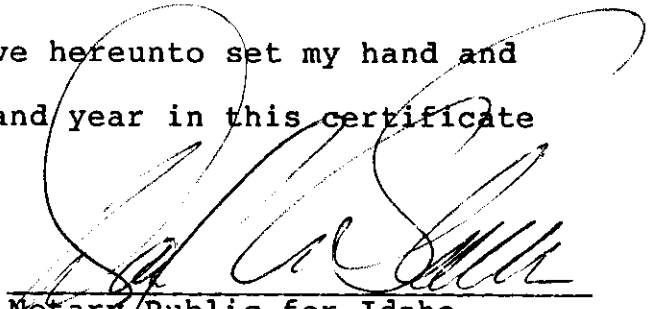


Notary Public for Idaho,
Residing at Twin Falls, Idaho.

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

On this 25th day of February, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT W. STEPHAN, known or identified to me to be the person who executed the foregoing instrument, and acknowledged to me that he 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.



Notary Public for Idaho,
Residing at Twin Falls, Idaho.