

FILED/EFFECTIVE

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ARTICLES OF MERGER

SECRETARY OF STATE
STATE OF IDAHO

SEABOARD CORPORATION, AN IDAHO CORPORATION

AND

SEABOARD WEST INC., AN IDAHO CORPORATION.

IDAHO SECRETARY OF STATE

10/04/2000 09:00
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Pursuant to the provisions of Sections 30-1-1101 and 30-1-1103 and 30-1-1105 of the Business Corporation Act of the State of Idaho, as amended, the undersigned corporations execute the following Certificate:

1. The name of the merging corporations are SEABOARD WEST, INC., an Idaho corporation and SEABOARD CORPORATION, an Idaho corporation.
2. SEABOARD CORPORATION shall be the surviving corporation and shall continue to exist under the name SEABOARD CORPORATION.
3. No shares of the capital stock of the surviving corporation will be issued as a result of the merger.
4. All of the shares of the capital stock of SEABOARD WEST INC. will be surrendered to SEABOARD CORPORATION and shall be cancelled pursuant to the terms of the Agreement and Plan of Merger (the "Plan").
5. The merger shall be effective at the close of business on July 31, 2000.
6. The Plan was adopted by SEABOARD WEST, INC. in the following manner as provided for in the applicable provisions of the Business Corporation Act of the State of Idaho, as amended:
 - (a) The Plan was approved by resolution unanimously adopted by the Board of Directors of SEABOARD WEST INC.
 - (b) One hundred forty seven (147) shares of the common stock of SEABOARD WEST INC., representing 100% of the voting power thereof, were entitled to vote on the Plan, and the affirmative vote of ninety eight (98) shares of common stock was required for adoption of the Plan. One hundred forty seven (147) shares of common stock voted in favor of adoption of the Plan.
7. The Plan was adopted by SEABOARD CORPORATION in the following manner as provided for in the applicable provisions of the Business Corporation Act of the State of Idaho, as amended:

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(a) The Plan was approved by resolution unanimously adopted by the Board of Directors of SEABOARD CORPORATION.

(b) Ninety-nine (99) shares of the common stock of SEABOARD CORPORATION, representing 100% of the voting power thereof, were entitled to vote on the Plan, and the affirmative vote of sixty-six (66) shares of common stock was required for adoption of the Plan. Ninety-nine shares of common stock voted in favor of adoption of the Plan.

8. The Plan as approved by each of the merging corporations is on file at the principal place of business of the surviving corporation, which is P.O. Box 3510, Ketchum Idaho 83340. In addition to complying with any other provision of applicable law, the surviving corporation will furnish a copy of the Plan on request and without cost, to any shareholder of either merging corporation.

Dated at Ketchum, Idaho as of the 31st day of July, 2000.

We hereby declare, under penalties of false statement, that the statements made in the foregoing Certificate, insofar as they pertain to SEABOARD WEST, INC., an Idaho corporation, are true.

SEABOARD WEST INC.

By B. M. McCoy
Brian M. McCoy, President

By H. G. Hawn
Happy Gayton Hawn, Secretary

We hereby declare, under penalties of false statement, that the statements made in the forgoing Certificate, insofar as they pertain to SEABOARD CORPORATION, an Idaho corporation, are true.

SEABOARD CORPORATION

By B. M. McCoy
Brian M. McCoy, President

By H. G. Hawn
Happy Gayton Hawn, Secretary