

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

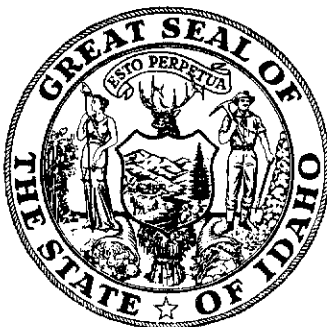
SEUBERT BROTHERS DAIRY, INC.

File number C 111935

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: September 5, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herald*

# ARTICLES OF INCORPORATION

OF

SEP 3 10 33 AM '95  
SECRETARY OF STATE  
STATE OF IDAHO

## SEUBERT BROTHERS DAIRY, INC.

CLERK OF STATE  
9/21/95 10:00:00 AM  
Customer # 93311  
TVCSD00382 16384  
CORPORATION PROFIT  
1 @ 100.00 = 100.00

KNOW ALL MEN BY THESE PRESENTS, that we the undersigned, Timothy R. Seubert, Sally M. Seubert, Kenneth Seubert, and Sally Seubert being a natural persons of full age, who are citizens of the United States, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation as follows:

### ARTICLE I

#### NAME

The name of the corporation is Seubert Brothers Dairy, Inc.

### ARTICLE II

#### PURPOSE

The purposes of the corporation are to do any or all things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

1. To carry on and conduct the production, transportation and merchandising of farm, dairy and related products, deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest or in indebtedness of any person, firm or corporation, foreign or domestic, or of any

government or subdivision or agency thereof, documents of title, and accompanying rights and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof and every character of interest therein and appurtenance thereof, including but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

2. To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

3. To promote or aid in any manner financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations.

4. To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts, arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

5. 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 and to 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 alone 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 no ways limited 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 expresses, and the enumeration as to specific powers shall not be construed 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.

The primary business functions of the corporation will be the production of farm and dairy products.

### ARTICLE III

#### DURATION

The duration of this corporation is perpetual.

## ARTICLE IV

### LOCATION

The location and post office address of the registered office of the corporation in the State of Idaho is:

414 MAIN STREET  
P.O. BOX 37  
County of Idaho  
Cottonwood, ID 83522

## ARTICLE V

### STOCK

The total authorized number of par value shares of stock is not more than 250. The aggregate par value of the total authorized number of par value shares is TWO THOUSAND FIVE HUNDRED (\$2,500.00) DOLLARS. The total authorized number of shares without par value is none.

The stock of the corporation is divided into 250 shares of common stock, at a par value of \$10.00 per share. The shares of stock of the corporation shall not be subject to assessment.

## ARTICLE VI

### INCORPORATOR / REGISTERED AGENT

The name and post office address of the incorporator and initial registered agent is:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
TIM R. SEUBERT	Rt 1, Box 140 414 Main Street Cottonwood, ID 83522	25

There will not be a board of directors of Seubert Brothers Dairy, Inc.

The private property of the stockholders shall not be subject to any payment of corporate debts whatsoever.

WE, THE UNDERSIGNED, being the original subscribers to the capital stock hereinafter named for the purpose of forming a corporation to do business within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and we agree to become a member of such corporation, and accordingly have hereunto set our hands and seal this 1st day of May, 1995.

NAME

ADDRESS

Tim R. Seubert  
Tim R. Seubert

Cottonwood, Idaho 83522  
Incorporator and Director

Sally M. Seubert  
Sally M. Seubert

Cottonwood, Idaho 83522  
Incorporator and Director

Ken Seubert  
Ken Seubert

Cottonwood, Idaho 83522  
Incorporator and Director

Kathy Seubert  
Kathy Seubert

Cottonwood, Idaho 83522  
Incorporator and Director

ACKNOWLEDGMENT

STATE OF IDAHO       )  
                              )  
COUNTY OF IDAHO    )    ss

On this 28<sup>th</sup> day of August, 1995, before me, the undersigned, a Notary Public for Idaho, personally appeared TIM R. SEUBERT, SALLY M. SEUBERT, KEN SEUBERT AND KATHY SEUBERT, known to be the persons whose names are subscribed to within instrument and acknowledged to me that they executed the same.

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

(SEAL)

Joseph P. Friman  
Notary Public for Idaho  
Residing at: Cottonwood, Idaho  
My Commission Expires: \_\_\_\_\_