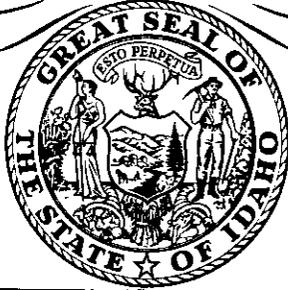


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

DAVIES' SPECIALTY MEATS, INC.

a corporation duly organized and existing under the laws of **Oregon** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **First** day of **April**, 19 **63**, a properly authenticated copy of its articles of incorporation, and on the **First** day of **April** 19 **63**, a designation of **David Davies** in the County of **Payette** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **1st** day of **April**, A.D. 19 **63**.

Secretary of State.



I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

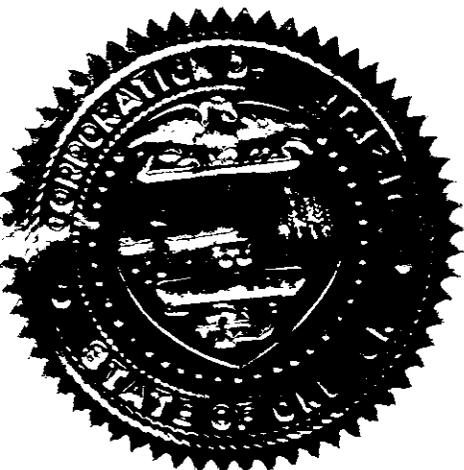
That I have carefully compared the annexed copy of the Articles of Incorporation of _____ DAVIES' SPECIALTY MEATS, INC. _____ with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that _____ DAVIES' SPECIALTY MEATS, INC. _____ is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State. _____

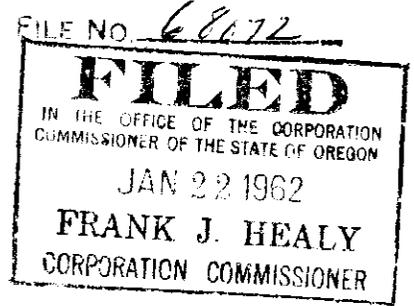
In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 23rd day of January, 1963 .

Frank J. Healy
Corporation Commissioner

By _____ William K. Kroggen _____
Chief Clerk



Three or more persons of the age of 21 years or more may incorporate. Articles shall be executed in duplicate, and both of the copies forwarded to the Corporation Commissioner, Salem, Oregon. See Notes 1, 2 and 3 on back of this form. Submit in Duplicate.



Articles of Incorporation

OF

DAVIES' SPECIALTY MEATS, INC.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

① The name of this corporation is DAVIES' SPECIALTY MEATS, INC.

and its duration shall be Perpetual

ARTICLE II

② The purpose or purposes for which the corporation is organized are:

1. To buy, sell, process, package, handle and distribute, as retailer, wholesaler or otherwise, any and all types of meat whatsoever, including but not limited to poultry, beef, pork and other meats, dairy products and by-products, whether fresh, dried, canned, salted, cured, treated, processed or otherwise.
2. To buy, sell, slaughter, process, package, handle and distribute any and all types of animals, including fish, the flesh of which is used for human or animal consumption or other purpose, and including but not limited to beef, pork, poultry, fish and any other animals.
3. To conduct a specialty meat and meat specialty business of any and all kinds as retailer, wholesaler, distributor, processor, shipper, or otherwise.
4. To exercise any and all powers necessary or incidental to the conduct of any of said businesses.

ARTICLE III

© The aggregate number of shares which the corporation shall have authority to issue is

500 shares of the par value of \$100.00 per share

ARTICLE IV

The address of the initial registered office of the corporation is _____
(Do not use City P. O. Box No.)

Box 596, 18th Avenue S.E., Ontario, Oregon

and the name of its initial registered agent at such address is David Davies

ARTICLE V

The number of directors constituting the initial board of directors of the corporation is 3
(At least three)

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> (Street and Number, if any)
David Davies	Route #1, Payette, Idaho
Geraldine N. Davies	Route #1, Payette, Idaho
Daniel Plaza	25 S.W. 11th St., Ontario, Oregon

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JAN 23 63

ARTICLE VI

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u> (Street and Number, if any)
David Davies	Route #1, Payette, Idaho
Geraldine N. Davies	Route #1, Payette, Idaho
Daniel Plaza	25 S.W. 11th St., Ontario, Oregon

ARTICLE VII

(Add provisions for the regulation of the internal affairs of the corporation as may be appropriate.)

The internal affairs of the corporation will be governed and controlled by the By-Laws of the corporation

Dated January 19, 1962

.....
David Davies

Geraldine N. Davies

Daniel Plaza

STATE OF OREGON,
County of Malheur

} ss.

I, Juanita L. Bellows, a notary public for Oregon, hereby certify that on the 19th day of January, 1962, personally appeared before me David Davies, Geraldine N. Davies and Daniel Plaza

who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

Juanita L. Bellows
Notary Public for Oregon

My commission expires: October 10, 1965

