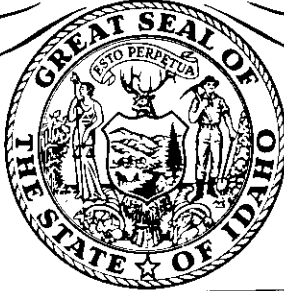


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

CURLEY'S TREASURE VALLEY POULTRY INC.

was filed in the office of the Secretary of State on the **eleventh** day
of **December** A.D., One Thousand Nine Hundred **Seventy** and
~~will be~~ **microfilm**
duly recorded on Film No. of Record of Domestic Corporations, of the State of
Idaho, and that the said articles contain the statement of facts required by Section 30-103,
Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates
and successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Boise, Idaho in the County of **Ada**

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 **11th** day of **December**,
A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

1 ARTICLES OF INCORPORATION
2 OF
3 CURLEY'S TREASURE VALLEY POULTRY INC.
4
5

6 KNOW BY ALL MEN THESE PRESENTS that we, the under-
7 signed, all of whom are citizens and residents of the United
8 States and over the age of twenty-one years, do hereby make and
9 execute the following Articles of Incorporation for the purpose
10 of forming a corporation under and pursuant to the laws of the
11 State of Idaho, and we do hereby certify:

12 ARTICLE I

13 The name of this corporation shall be CURLEY'S
14 TREASURE VALLEY POULTRY INC.

15 ARTICLE II

16 The purpose and objects for which said corporation
17 is formed are as follows:

18 (a) To engage, either as principal, factor,
19 commission merchant, broker, or agent in the business of
20 raising, buying or acquiring, packing, canning, selling,
21 distributing, or otherwise dealing, trading, and trafficking
22 in meat and meat products, poultry, fish, fowl, game of all
23 kinds, and any other food products and commodities of all
24 kinds, sorts, and descriptions, at either wholesale or retail.

25 To engage, either as principal, factor, commission
26 merchant, or otherwise, in the business of buying, selling,
27 distributing, or otherwise dealing, trading, and trafficking
28 in, livestock, fish, and fowl of all kinds, slaughtering
29 the same and curing, packing, selling, or otherwise disposing
30 of all products and by-products thereof.

31 To store, transport, and deliver, or to act as agent of
32

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BOISE, IDAHO 83701
AND
THIRD STREET
PHONE 834-5641 OR 834-5530
MCALL, IDAHO 83638

1 any individual, firm, association, or corporation engaged
2 in storing, transporting, and delivering, livestock, meats,
3 meat products, fish, poultry, fowl, game of all kinds, sorts,
4 and descriptions, and other food products, and commodities,
5 of all kinds, sorts, and descriptions.

6 As principal, agent, or otherwise, to buy, sell, hold,
7 own, improve, operate, lease, convey, exchange, mortgage,
8 pledge, transfer, or otherwise acquire, use, and dispose of
9 land, water rights, factories, warehouses, slaughtering houses,
10 packing houses, offices, shops, salesrooms, apparatus, materials,
11 supplies, and property, both real and personal, wheresoever
12 situated, and to exercise such rights and privileges as may be
13 requisite to carry out any or all of the foregoing purposes,
14 and to construct, equip, lease, rent, hire, and manage buildings
15 and structures of every kind and description.

16 To carry on the business of warehousing and storing,
17 and all business incidental thereto, including the issuance
18 of warehouse and storage receipts, negotiable or otherwise,
19 and the making of advances of loans upon the security of
20 goods warehoused or stored.

21 (b) To purchase, take or lease, or in exchange,
22 hire or otherwise acquire any real or personal property, rights
23 or privileges, either within or without the State of Idaho,
24 suitable or convenient for any of the purposes of this business,
25 and to purchase, acquire, erect and construct, make improvements
26 of buildings or machinery insofar as the same may be appurtenant
27 to or useful for the conduct of the business as above specified,
28 but only to the extent to which the company may be authorized
29 by the laws of the State of Idaho.

30 (c) To borrow money for the purposes of this
31 corporation, to issue bonds, notes and debentures and other
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1 evidence of indebtedness therefore and to secure the same by
2 mortgage or pledge of personal property, including the income
3 of said corporation, or by mortgage of real property, executed
4 in trust or otherwise. All or any portion of the real or
5 personal property may be so pledged, mortgaged or hypothecated.

6 (d) To enter into any contract, co-operative agree-
7 ment or profit sharing plan with its officers or employees
8 that the corporation may deem advantageous or expedient, or
9 otherwise to reward or pay such person for their services as
10 the directors may deem fit.

11 (e) To sue and be sued, appear, complain and defend
12 in any court of law or equity, or before any board, commission
13 or tribunal.

14 (f) To have and use a corporate seal which may be
15 altered by majority vote of the board of directors.

16 (g) To receive, acquire, hold, purchase, dispose of,
17 convey, mortgage, and/or lease, real and personal property;
18 to dispose of, sell, lease, assign, transfer, mortgage and/or
19 convey any rights, privileges, franchises, real or personal
20 property of the corporation, other than its franchise of being
21 a corporation, and to acquire, purchase, guaranty, hold, mortgage
22 own, vote, sell, pledge, and/or otherwise dispose of and deal
23 in shares, bonds, securities and debentures and other evidences
24 of indebtedness in other corporations, domestic or foreign.

25 (h) To appoint such officers, employees and agents
26 as the business of the corporation may require and to allow them
27 compensation.

28 (i) To make by-laws not inconsistent with any existing
29 law for the management of its business and property, the
30 regulation and conduct of its affairs, and the certification and
31 transfer of its stock, and optionally to provide penalties for
32

1 the breach thereof not exceeding twenty dollars for any one
2 offense.

3 (j) To issue shares and admit shareholders, and to
4 sell their shares for the payment of assessments or installments.

5 (k) To wind up and dissolve itself, or to be wound
6 up and dissolved.

7 (l) To enter into contracts or obligations of any type
8 or kind essential, necessary or proper to the transaction of
9 its ordinary affairs, or for the purposes of the corporation.

10 (m) To conduct business in this State, other states,
11 District of Columbia, territories and colonies of the United
12 States and in foreign countries, and to have one or more offices
13 and places of business out of this State, and to acquire,
14 receive, hold, purchase, lease, mortgage, dispose of and/or
15 convey real and personal property situate out of this State.

16 (n) To carry on any other business, or to do anything
17 in connection with the objects and purposes above mentioned
18 that may be necessary or proper to accomplish successfully or
19 promote said objects and purposes of this corporation. The
20 foregoing clauses, by reason of specific enumeration of powers,
21 shall not be held to restrict the power of the corporation to
22 do any of the things within the purview of its general purposes.

23 ARTICLE III

24 This corporation shall have perpetual existence.

25 ARTICLE IV

26 The location and post office address of this corporation
27 and its principal place of business shall be 2809 Agate,
28 Boise, Ada County, State of Idaho.

29 ARTICLE V

30 The total authorized capital stock of this corporation
31 shall be 100 shares of common stock of no par value. Said capital
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1 stock shall be paid in at such times and upon such conditions as
2 the Board of Directors may by resolution direct, either in
3 cash, or by services rendered to the corporation, or by real
4 and personal property transferred to it. Share of stock, when
5 issued in exchange for services or property pursuant to
6 resolution by the Board of Directors, shall thereupon become and
7 be fully paid up the same as though paid for in cash at par,
8 and shall be non-assessable forever, and the determination by
9 the Board of Directors as to the value of any property or
10 services received by the corporation in exchange for stock
11 shall be conclusive.

12 ARTICLE VI

13 The name and post office address of each of the
14 incorporators hereof and the number of shares of common stock
15 described in Article V herein subscribed by each are as follows:

16	<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER</u>
17	Dewey Brannan	2809 Agate, Boise, Idaho	1 Share
18	James W. Derr	4207 St. Andrews Dr. Boise, Idaho	1 Share
19	Betty R. Brannan	2809 Agate, Boise, Idaho	1 Share

21 ARTICLE VII

22 At all meetings of stockholders of this corporation,
23 every stockholder of record shall be entitled to one vote for
24 every share of stock standing in his or her name on the books
25 of this corporation. Cumulative voting of shares is hereby
26 authorized.

27 ARTICLE VIII

28 No common stock of this corporation shall be
29 transferred on the books of the corporation to anyone not a
30 stockholder without the written consent of all common stockholders
31 unless the common stock shall be first offered for sale to the
32 corporation and secondly to each of the other common stock-

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MCCALL, IDAHO 83858

1 holders of this corporation at a price to be determined by the
2 rules and procedures outlined in the by-laws of this corporation.
3 The by-laws of this corporation shall further prescribe the rules
4 and regulations as to the formalities and procedures to be
5 followed in effecting the transfer of common stock to anyone
6 other than the common stockholder.

7 ARTICLE IX

8 The method and manner of holding directors' meetings
9 and stockholders' meetings, the authority and duties of each
10 of the officers of the corporation, and all other matters for
11 management and control of the corporation shall be determined by
12 the by-laws of this corporation and by the laws of the State
13 of Idaho.

14 ARTICLE X

15 These articles may be amended in any respect conformable
16 to the laws of the State of Idaho by a vote of 3/4ths of the
17 stockholders entitled to vote in a meeting of stockholders
18 called for that purpose as prescribed by law.

19 ARTICLE XI

20 At any special meeting called to consider the subject,
21 the corporation, upon a unanimous recommendation of the Board
22 of Directors, may dissolve the corporation, provided that at
23 least 3/4ths of the members of the Board are present at such
24 meeting, and provided that not more than 1/4th of the stock-
25 holders in person or by written notice object thereto. A
26 committee of three shall thereupon be elected to liquidate
27 the assets of the corporation, and each share of capital stock
28 according to the amount thereon shall be entitled to its
29 proportion of the proceeds after all debts of the corporation
30 have been paid.

31 IN WITNESS WHEREOF, we have hereunto set our hands
32 this 9th day of December, 1970.

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Dewey Brannan
Betty Brannan
Betty Brannan

STATE OF IDAHO)
) ss.
County of Ada)

On this 9th day of December, 1976, before me the undersigned Notary Public, personally appeared DEWEY BRANNAN, JAMES W. DERR and BETTY R. BRANNAN, known to me to be the persons whose names are subscribed to the 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 in this certificate first above written.

Judith E. Harris
Notary Public for Idaho
Residence: Boise, Idaho

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