



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 **GODFREY BROS. FARM, INC.**

was filed in the office of the Secretary of State on the **first** day
of **October** **A.D., One Thousand Nine Hundred sixty-nine** and
will be ~~microfilm~~ **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 **from the date hereof, with its registered office in this State located at**
Soda Springs, Idaho **in the County of Caribou**

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 **October**,
A.D., 19 69.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
GODFREY BROS. FARM, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being citizens of the United States of America, and being twenty-one years of age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE I.

The name of said corporation shall be Godfrey Bros. Farm, Inc.

ARTICLE II.

The purposes of the corporation are as follows:

1. To own, operate, buy, sell, rent, lease and otherwise deal in farms and ranches.

2. To grow, buy, sell, barter, process and otherwise deal in farm produce.

3. To own, operate, buy, sell, trade, barter and otherwise deal in farm equipment and machinery and other farm supplies as necessary in the operation of a general farming business.

4. To extend credit, to borrow money on credit and to mortgage corporate assets for the purpose of borrowing funds and to do any other thing reasonably necessary or intended to promote the primary purposes of this corporation, together with such other powers and purposes not inconsistent herewith as are usually had and exercised and as may be useful to the proper conduct of any business.

ARTICLE III.

The duration of said corporation shall be perpetual.

ARTICLE IV.

The location and post office address of the registered office of said corporation is Soda Springs, Idaho.

ARTICLE V.

The total capitalization of said corporation shall be \$100,000.00, represented by two classes of stock, as follows:

\$25,000.00 of common stock divided into 500 shares having a par value of \$50.00 per share, said stock having full voting rights.

\$75,000.00 of Class "A" preferred stock, divided into 3000 shares having a par value of \$25.00 per share, said stock having no voting rights, but such stock to be preferred as to dividends at the rate of six per cent per annum, non-cumulative.

In the event of a dissolution of the corporation, all stock, of all classes, shall participate in the distribution of corporate assets based on the par values of the respective stocks.

ARTICLE VI.

The name and address of each of the incorporators and the number of shares of stock for which each has subscribed is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
F. Burke Godfrey	Clarkston, Utah	10
W. Murland Godfrey	Clarkston, Utah	10
Murrie C. Godfrey	Soda Springs, Idaho	10
Darrel J. Godfrey	Tremonton, Utah	10

ARTICLE VII.

The above named incorporators shall serve as the first board of directors and as the officers of said corporation in the capacities hereinbelow set forth until the election and qualification of their successors at the next annual stockholders' meeting, to be held in accordance with the by-laws of said corporation to be adopted.

<u>NAME</u>	<u>OFFICE</u>
F. Burke Godfrey	President and Director
W. Murland Godfrey	Vice-President and Director
Murrie C. Godfrey	Secretary-Treasurer and Director
Darrel J. Godfrey	Director

IN WITNESS WHEREOF, we have hereunto set our hands this 1st day of August, 1969.

F. Burke Godfrey
F. Burke Godfrey

W. Murland Godfrey
W. Murland Godfrey

Murrie C. Godfrey
Murrie C. Godfrey

Darrel J. Godfrey
Darrel J. Godfrey

STATE OF IDAHO)
County of Caribou : ss.

On this 18th day of September, 1969, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared F. Burke Godfrey, W. Murland Godfrey, Murrie C. Godfrey, Darrell J. Godfrey, 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.

Leonard O. Fingsford
NOTARY PUBLIC for the State of Idaho.
Residing at Soda Springs, Idaho.
My commission expires August 14, 1973.