

# State of Idaho

## Department of State.

### CERTIFICATE OF AMENDMENT OF

~~BAUMGARTNER GRAIN AND CATTLE COMPANY~~

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

~~BAUMGARTNER GRAIN AND CATTLE COMPANY~~

duly signed and verified 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  
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles  
of Amendment.

Dated \_\_\_\_\_ February 14 \_\_\_\_\_, 19 80 .



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

FIRST AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
BAUMGARTNER GRAIN AND CATTLE COMPANY

I certify that at a meeting held on the business premises of the corporation located on RR #2, Genesee, Idaho, at the home of Glen F. and Lucy E. Baumgartner at 1:30 p.m. o'clock on the 11 day of February, 1980, the shareholders of Baumgartner Grain and Cattle Company by a vote of shareholders holding at least two-thirds (2/3s) of the Common Stock of the corporation duly adopted the following Article of Amendment:

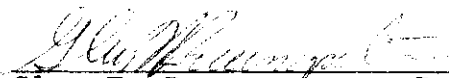
ARTICLE I.

Article Fifth is amended to read as follows:

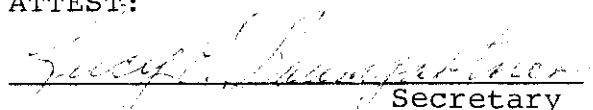
FIFTH

That the capital stock of this corporation shall consist of Five Thousand (5,000) shares of voting common stock having a par value of ONE DOLLAR (\$1.00) per share and an aggregate par value of FIVE THOUSAND DOLLARS (\$5,000.00), each of which shares shall be non-assessable when fully paid for, and Four Thousand Nine Hundred Fifty (4,950) shares of non-voting, redeemable preferred stock with a par value of ONE HUNDRED DOLLARS (\$100.00) per share and an aggregate par value of FOUR HUNDRED NINETY-FIVE THOUSAND DOLLARS (\$495,000.00) each of which shares shall be non-assessable when fully paid for and shall be entitled to participate equally with common stock but which shall receive par value for each issued share before any distribution upon common stock upon dissolution and shall contain provisions mandating redemption upon the death of both GLEN F. BAUMGARTNER and LUCY E. BAUMGARTNER, the principal shareholders, with payment over a period of no more than twenty-five (25) years at a value determined on the date of such termination of interest and equal to the amount which would be paid upon dissolution should it occur then with interest at three percent (3%). This preferred stock shall have no right to vote which fact shall be endorsed in large letters on each certificate issued. Preferred stock shall receive no preference in dividends and shall participate equally with common stock in everything but voting.

The By-Laws of this corporation shall prescribe the rules and regulations setting out the formalities and procedures to be followed in effecting the transfer of common stock.

  
Glen F. Baumgartner, President

ATTEST:

  
Secretary

VERIFICATION

Glen F. Baumgartner, president and Lucy E. Baumgartner, Secretary, state that they have read the Articles of Amendment above and that these amendments were adopted at a meeting of the shareholders called for this purpose after proper notice on the 11 day of February, 1980, at 1:30 p.m. o'clock.

Glen F. Baumgartner  
President

Lucy E. Baumgartner  
Secretary

Subscribed and sworn to before me this 15<sup>th</sup> day of February, 1980.

Philip L. Owen  
Notary Public, State of Idaho  
My commission expires 11-15-81.