

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NORTHWEST LAND AND LIVESTOCK, INC.
File number C 106129

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: April 28, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Tonya Herold*

ARTICLES OF INCORPORATION
OF

APR 28 8 36 AM '94
SECRETARY OF STATE

NORTHWEST LAND AND LIVESTOCK, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

Article 1:

The name of the corporation is Northwest Land and Livestock, Inc.

Article 2:

The period of its duration is perpetual.

Article 3:

The purpose for which the corporation is organized is the acquisition of any and all types and kinds of property, or the mortgage on any and all types and kinds of property and management of any and all types of property, and for the purpose of ranching and any and all types of animal husbandry and related activities.

The corporation is organized for the purpose of the transaction of any and all lawful business for which the corporation may be incorporated under the Idaho Business Corporation Act.

Article 4:

The aggregate number of shares which the corporation shall have authority to issue is 50,000,000 with a par value of \$1.00 per share.

Article 5:

Shareholders shall have a pre-emptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

Article 6:

The location of the initial registered office of the corporation is 725 Parkside Way, Nampa, ID 83686, and the name of its initial registered agent is L. R. Mitchell.

Article 7:

The number of directors constituting the initial Board of Directors is (2), and the names and address of the persons who are to serve until the first annual meeting of the shareholders until their successors are elected and qualified are:

IDaho SECRETARY OF STATE
1001000-0900 75850 2
CK #: 430 CUST# 36233
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Name	Address
L. R. Mitchell	725 Parkside Way Nampa, ID 83686
S. L. Mitchell	725 Parkside Way Nampa, ID 83686

Article 8:

The names and addresses of the incorporators are as follows:

Name	Address
L. R. Mitchell	725 Parkside Way Nampa, ID 83686
S. L. Mitchell	725 Parkside Way Nampa, ID 83686

Article 9:

The Board of Directors is expressly authorized to alter, amend, or repeal the By Laws of the corporation and to adopt new By-Laws, subject to repeal or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 28th day of April, 1994.


 L. R. Mitchell

 S. L. Mitchell