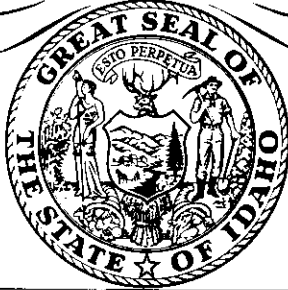


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

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 the original of the articles of incorporation of

MID-DAY-DEW, INC.

was filed in the office of the Secretary of State on the **Twenty-second** day of **October** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **125** 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

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 **22nd** day of **October**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

MID-DAY-DEW, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, EACH BEING OF FULL AGE,
AND A CITIZEN OF THE STATE OF IDAHO AND OF THE UNITED
STATES OF AMERICA, HEREBY ASSOCIATE OURSELVES TOGETHER
FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE
LAWS OF THE STATE OF IDAHO, AND DO HEREBY ADOPT THE
FOLLOWING ARTICLES OF INCORPORATION:

I

The name of this corporation shall be: MID-DAY-DEW, INC.

II

THE PURPOSES OF THIS CORPORATION ARE:

- (a) To engage in the manufacture of soaps, cosmetics, preparations, solvents, and other chemical products employed in connection therewith; to sell, retail and wholesale, and distribute the herein above described products to the trade; to maintain and operate laboratories, to carry on analysis and experiments in beauty culture chemistry; to furnish consultant service.
- (b) To act as sales engineers, advisors, or counselors for others, and generally assist in the promotion of the sale of their products or products of this corporation; and to render services for others as sales engineers or business managers or otherwise in the conduct of their business of this business.
- (c) To manufacture, buy, sell, receive and handle all kinds of farm implements, irrigation equipment and irrigation devices, and any and all other items or implements or devices whether of an agricultural nature or otherwise;
- (d) To export from and import into the United States of America, and its territories and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell, and deal in and with merchandise of every kind or nature for exportation from, and importation into, the United States, and to and from all countries foreign thereto, and for exportation from, and importation into, any foreign country, to and from any other country foreign thereto, and to purchase and sell domestic merchandise in domestic market and foreign merchandise in foreign markets, and to do a general foreign and domestic exporting and importing business.

- (e) To acquire by purchase or lease or otherwise, lands and interests in lands, and own, hold, improve, develop, and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter, or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, or otherwise dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms, or parts of any buildings or other structures at any time owned or held by the corporation.
- (f) To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho.
- (g) And in furtherance, and not in limitation of the powers hereinabove conferred upon this corporation, such corporation shall be further empowered to do all and singular any of these things; to perform any act and to engage in any enterprise or transaction which may be necessary, suitable or convenient in the exercise of any power or right herein provided for said corporation or conferred upon it by the laws of the State of Idaho, or by the principles of common law.
- (h) To engage in any or all of said activities in any or all of the states and territories of the United States of America.

III

The term of existence of this corporation shall be perpetual.

IV

The location and post office address of the registered office of the corporation in the State of Idaho is P. O. Box 2661, Boise, Idaho.

V

The amount of the total authorized stock of the corporation shall be divided into one thousand shares which shall be common stock having a par value of \$100.00 per share, making a total capitalization of \$100,000.00. Such shares shall be non-assessable and shall have equal voting rights and other powers.

VI

The amount of capital stock actually subscribed is five shares, which have been subscribed at their par value, and the following are the names and

places of residence of each of the incorporators who have subscribed to said stock:

Michael J. Boulds	2220 Frederic Boise, Idaho	One Share
Fred Davis	2703 Hayden Way Boise, Idaho	One Share
G. W. Smith	304 N. Atlantic Loop Boise, Idaho	One Share
A. B. Stettler	Route 1 Caldwell, Idaho	One Share
W. Ada Stettler	Route 1 Caldwell, Idaho	One Share

VII

The Board of Directors of this corporation shall consist of five members and all of the powers of this corporation are hereby conferred upon such directors insofar as such powers may lawfully be vested in and exercised by such a board.

VIII

The corporation hereby reserves the right to amend, alter, change or repeal any provision of these Articles of Incorporation, in the manner now provided, or which may hereinafter be provided by law, and all rights, privileges and powers by the Articles are so conferred, subject to this reservation.

IN WITNESS WHEREOF, WE have hereunto set our hands and seals to this instrument, which was executed in triplicate, this 20th day of

September, 1963.

A. B. Stettler
A. B. Stettler

Ada W. Stettler
Ada Stettler
W.

Michael J. Boulds
Michael J. Boulds


Fred Davis
Fred Davis

G. W. Smith
G. W. Smith

STATE OF IDAHO)
) ss
County of Ada)

On this 30th day of September, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared Michael J. Boulds and Fred Davis, known to me to be the persons whose names are subscribed to the within and foregoing 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.


Notary Public, Boise, Idaho

STATE OF IDAHO)
) ss
County of Ada)

On this 30th day of September, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared G. W. Smith, known to me to be the person whose name is subscribed to the within and foregoing instrument and acknowledged to me that he executed the same.

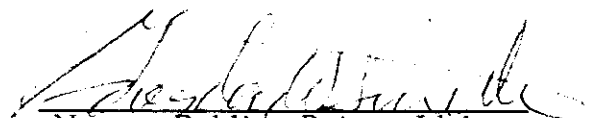
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


Notary Public, Boise, Idaho

STATE OF IDAHO)
) ss
County of Ada)

On this 30th day of September, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared A. B. Stettler and Ada Stettler, known to me to be the persons whose names are subscribed to the within and foregoing 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.


Notary Public, Boise, Idaho