

State of Idaho

Department of State.

CERTIFICATE OF DISSOLUTION OF

KAYLER FARMS, INCORPORATED

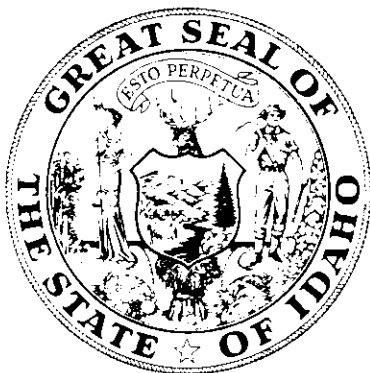
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of _____

KAYLER FARMS, INCORPORATED

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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated November 12th, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF DISSOLUTION
of
KAYLER FARMS, INCORPORATED

I.

The name of the corporation is Kayler Farms, Inc., with the Post Office address of Route 1, Box 13, Peck, Idaho.

II.

The names and addresses of the last officers and directors of the corporation and their respective offices are as follows:

President	Marion J. Kayler	Rt. 1 Box 13, Peck, ID
Vice President	James H. Kayler,	Rt. 1 Peck, ID
Secretary/ Treasurer	Helen Kayler,	Rt. 1 Box 13, Peck, ID

III.

That notice required by Section 30-1-87 of the Idaho Code has been given more than thirty (30) days prior to the filing of these Articles of Dissolution.

IV.

That all debts, obligations and liabilities of the corporation have been paid and discharged or adequate provision has been made therefore.

V.

That all of the remaining property and assets of the corporation have been distributed in accordance with the dissolution provisions and the Articles of Incorporation are among the share holders in proportion to their respective rights and interests.

VI.

That there are no suits pending against the corporation in any court.

VII.

In duplicate, original Consent of the shareholders to dissolve is annexed hereto.

KAYLER FARMS, INCORPORATED

BY

Marion J. Kayler
President

Attest:

John M. Kayler
Secretary

STATE OF IDAHO)
) ss.
County of Clearwater)

I, JOHN A. SWAYNE, a notary public, do hereby certify that on this 24th day of October 1981, personally appeared before me MARION J. KAYLER, who, being by me first duly sworn, declared that he is the President of KAYLER FARMS, INCORPORATED, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

John A. Swayne
Notary Public for Idaho
Residing at Orofino, therein.

RESOLUTION
of
SHAREHOLDERS OF KAYLER FARMS, INC.
CONSENTING TO DISSOLUTION OF SAID CORPORATION

BE IT HEREBY RESOLVED that we, the undersigned, shareholders, the owners of all the shares, holding the total outstanding shares of the above named corporation having discussed the necessity to continue the existence of the corporation, do hereby, by our signatures below, constitute authority to dissolve said corporation to distribute its assets according to law.

DATED this 18 day of Aug. 1981.

James H. Kayler
James H. Kayler

1 share

Marion J. Kayler)
Marion J. Kayler)

73,999 shares

Helen M. Kayler)
Helen M. Kayler,)

Consent of spouse of Marion J. Kayler

TOTAL OUTSTANDING SHARES 74,000 shares

COMES NOW, MARION J. KAYLER, and on oath says and certifies that the above Consent of stockholders of Kayler Farms, Inc., represents the signatures of all the stockholders of outstanding shares of said corporation.

Marion J. Kayler
Marion J. Kayler, President

ATTEST:

Helen M. Kayler
Secretary