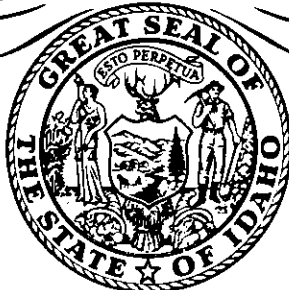


State of Idaho



Department of State.

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

HANSEN'S GRAIN, INC.

was filed in the office of the Secretary of State on the **25th** day of **February** A.D., One Thousand Nine Hundred **Seventy-seven** and ~~will be~~ /duly recorded on ~~Film No.~~ microfilm 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 **Nalad** in the County of **Oneida**

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 **25th** day of **February**, A.D., 1977 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
HANSENS' GRAIN, INC.

We, the undersigned, being three or more natural persons of full age, all of whom are citizens of the United States or of its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation as follows:

ARTICLE ONE

The name of the corporation is: HANSENS' GRAIN, INC.

ARTICLE TWO

The purposes of the corporation are as follows:

(1) To purchase and sell farms and engage in the business of farming and of producing, merchandising, and preserving all kinds of farm, fruit, vegetable, grain, and any and all farming products, and of cultivating, growing, harvesting, picking, cleaning, and assorting, boxing, packaging, shipping, buying, and selling, at wholesale and retail, all kinds of fruit, vegetable, farm, grains, and any and all farming products, and to carry on all other business incident thereto or connected therewith; and to do a general commission and brokers business in any or all of the foregoing products.

(2) To own, hold, rent, lease, manage, encumber, improve, exchange, buy, and sell real property, collect rents, and do a

general real estate business; and in general to have and to exercise all powers, rights and privileges necessary and incident to carrying out properly the objects mentioned above associated with the management, development, and use of any and all real property.

(3) To purchase, to receive by way of gift, subscribe for, invest in and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guaranty, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways, deal in and with property of any kind and character, real, personal or mixed, tangible or intangible, whether situated and however held, including but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, document of title and accompanying rights, of every other kind and character of personal property, real property, and the products and avails thereof, and every

character of interest therein and appurtenant thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

(4) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of the corporation, and to have and exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation was formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The location and post office address of the registered

office of the corporation in the State of Idaho is 283 North 300 West, City of Malad, County of Oneida, State of Idaho 83252.

ARTICLE FIVE

The total authorized number of par value shares of stock is TEN THOUSAND (10,000). The aggregate par value of the total authorized number of par value shares is TEN THOUSAND DOLLARS (\$10,000.00). The total authorized number of shares without par value is ZERO (0).

ARTICLE SIX

The name and post office address of each of the incorporators and the number and class of shares for which each has subscribed are:

<u>NAME</u>	<u>P.O. ADDRESS</u>	<u>NUMBER AND CLASS OF SHARES</u>
CLYDE E. HANSEN	283 North 300 West Malad, Idaho	2250 shares of common stock
RUTH P. HANSEN	283 North 300 West Malad, Idaho	2250 shares of common stock
D. JAY HANSEN	47 Reynolds Avenue Malad, Idaho	2250 shares of common stock
JULIE HANSEN	47 Reynolds Avenue Malad, Idaho	2250 shares of common stock

ARTICLE SEVEN

Shares of stock of this corporation authorized and issued pursuant to these articles are, for the purposes of the Internal Revenue Code, authorized to be issued in compliance with and as

prescribed by Section 1244 of the Internal Revenue Code of 1954, as amended, and shall be known as Section 1244 Stock.

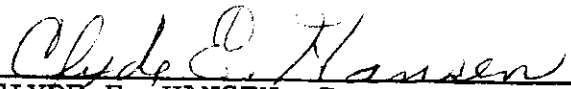
ARTICLE EIGHT

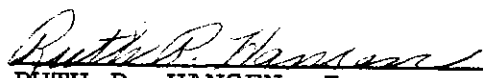
Each shareholder in the corporation shall have a preemptive right to acquire additional shares of the corporation as said shares are issued.

ARTICLE NINE

Each shareholder shall have the right to freely transfer his or her shares; however, the corporation shall have a first option to purchase the shares from the shareholder desiring to transfer his or her shares at the fair market value then prevailing for said shares. However, if the corporation does not exercise its option within ninety days after receiving written notice of intent to transfer by the transferring shareholder or shareholders, then said option shall be forfeited and the transferring shareholder or shareholders may freely transfer their shares to whomever they desire.

IN WITNESS WHEREOF, we have hereunto set our hand
this 3 day of January, 1977.


CLYDE E. HANSEN, Incorporator


RUTH P. HANSEN, Incorporator

D. Jay Hansen
D. JAY HANSEN, Incorporator

Julie B. Hansen
JULIE HANSEN, Incorporator
B.

STATE OF UTAH)
 : ss.
COUNTY OF DAVIS)

CLYDE E. HANSEN, RUTH P. HANSEN, D. JAY HANSEN and JULIE B. HANSEN, being first duly sworn, depose and say that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true and correct according to their best knowledge, information and belief.

Clyde E. Hansen
CLYDE E. HANSEN

Ruth P. Hansen
RUTH P. HANSEN

D. Jay Hansen
D. JAY HANSEN

Julie B. Hansen
JULIE HANSEN
B.

SUBSCRIBED and SWORN to before me this 3 day of January, 1977.

William Hansen
Notary Public
Residing in Davis County, Utah

My Commission Expires:

June 1, 1978