

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, FRANKLIN GIRARD, 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

IDAHO GRIMM GROWERS WAREHOUSE CORPORATION

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the *ninth* *day of* *May* *1934,*

original articles of amendment, as provided by Sections 29-145, 29-146 and 29-147, Idaho Code Annotated, increasing the capital stock from Fifty Thousand (\$50,000.00) Dollars, divided into ten thousand (10,000) shares of the par value of \$5.00 each to One Hundred Thousand (\$100,000.00) Dollars, divided into twenty thousand (20,000) shares of the par value of \$5.00 each; revoking the right of the corporation to issue Preferred Stock and providing for the issuance of Common Stock only,

and that the said articles of amendment contain the statement of facts required by law, and are recorded in Book A- 27 of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the capital stock has been increased from Fifty Thousand Dollars (\$50,000) divided into ten thousand (10,000) shares of the par value of \$5.00 each to One Hundred Thousand Dollars (\$100,000) divided into twenty thousand (20,000) shares of the par value of \$5.00 each; the right of the corporation to issue Preferred Stock has been revoked and provision has been made for the issuance of Common Stock only.

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 *ninth* *day*

of *May* *, in the year of our Lord*

one thousand nine hundred thirty- four ,

and of the Independence of the United States of

America the One Hundred Fifty-eighth .

Secretary of State.

CERTIFICATE OF INCREASE OF CAPITAL STOCK OF
IDAHO GRIMM GROWERS WAREHOUSE CORPORATION.

State of Idaho,)
 : ss.
County of Bingham.)

We, the undersigned, President and Secretary, respectively,
~~of Idaho Grimm Growers Warehouse Corporation, do hereby certify:~~

That at a meeting of the Board of Directors of said corporation held at the office of the Company by a majority vote of said Board of Directors, a regular and special meeting of the stockholders of said corporation was called to be held at the office of the corporation at the warehouse thereof on Broadway in Blackfoot, Bingham County, Idaho, on the 18th day of July, 1933, at the hour of 10 o'clock a. m. of said day for the purpose, among other things, of voting upon the question of increasing the capital stock of said corporation from its present amount of \$50,000.00 divided into 10,000 shares of the par value of \$5.00 each to \$100,000.00 divided into 20,000 shares of the par value of \$5.00 each, and the amendment of the Articles of Incorporation in such particular, and also for the purpose of considering and passing upon the proposed amendment of the Articles of Incorporation of said corporation revoking the right and authority of the corporation to issue preferred stock, and providing for the issuance of common stock only.

That personal notice of the time and place of holding said shareholders meeting and the objects thereof, as above set forth, was given by the Secretary of the corporation to all persons who were shareholders of said corporation thirty days before the date of holding said meeting, by mailing a copy of such notice to each of said shareholders at his place of residence, said notice having been duly and regularly mailed to each of said shareholders thirty days before the date of holding said meeting, by placing same in the United States mail, postage prepaid, and addressed to each such shareholder at his last known postoffice address, and service of said notice was further had by the publication of the no-

tice of the time and place of holding said meeting and the objects thereof, as aforesaid, in The Daily Bulletin, a daily newspaper published at Blackfoot, in Bingham County, Idaho, and in the weekly issue thereof, for three successive weeks prior to the date of ~~said meeting, pursuant to the requirements of the By-laws of said~~ corporation, said newspaper being published in the county where the principal place of business of said corporation is located; that a meeting of the shareholders of said corporation was held pursuant to said notice at the time and place therein specified, and for the purposes therein enumerated, and at the said meeting 3853 shares of the issued stock of 5771 shares out of the authorized issue of 10,000 shares was represented in person and by proxy, duly executed and approved, the same being more than two-thirds of the issued capital stock of said corporation, said stock so represented amounting to \$19,265.00; that the authorized capital stock of said corporation is \$50,000.00 divided into 10,000 shares of the par value of \$5.00 per share, and the issued stock of said corporation was at said time 5771 shares; and thereupon a resolution was offered authorizing the increasing of the capital stock of said corporation from \$50,000.00 divided into 10,000 shares of the par value of \$5.00 each to \$100,000.00 divided into 20,000 shares of the par value of \$5.00 each, and that the Articles of Incorporation of this corporation be amended in such particular to provide for such increase, and providing also that the Articles of Incorporation of this corporation be amended to revoke the right and authority of the corporation to issue preferred stock, and to provide for the issuance of common stock only, and the motion made that said resolution be passed, approved and adopted, which motion was duly seconded, and after consideration put by the chair, and was carried by a vote of 3853 shares in favor thereof, no vote being cast against said motion; that the vote so taken in favor of said resolution was more than two-thirds of the issued capital stock of said corporation, and more than two-thirds of

the issued capital stock of said corporation voted in favor of increasing the capital stock of said corporation as aforesaid, and of amending the Articles of Incorporation to so provide, and amending the Articles of Incorporation to revoke the right and authority to issue preferred stock, and to provide for the issuance of common stock only, and the chair announced that said motion was carried.

We do further certify that no preferred stock of said corporation has ever been issued as by the Articles of Incorporation of said corporation provided.

IN WITNESS WHEREOF, we have hereunto set our hands to the foregoing certificate the 30th day of April, 1934.

Arthur J. Snyder
President of Idaho Grimm Growers
Warehouse Corporation.

Walter S. Loomis
Secretary of Idaho Grimm Growers
Warehouse Corporation.

State of Idaho,)
 : ss.
County of Bingham.)

Arthur J. Snyder and Walter S. Loomis

being first duly sworn deposes and says each for himself: That he is respectively the President and Secretary of Idaho Grimm Growers Warehouse Corporation, a corporation of the State of Idaho, and as such President and Secretary respectively acted as Chairman and Secretary of the annual stockholders meeting of said corporation held at the office of the company at its warehouse on Broadway in Blackfoot, Bingham County, Idaho, on July 18, 1933, at 10 o'clock a. m. of said day, this being the principal place of business of said corporation; that he has read the foregoing certificate made by such officers of such corporation, and that the same is true of his own knowledge.

Arthur J. Snyder
Walter S. Loomis

Subscribed and sworn to before me this 30th day of April, 1934.

My commission expires:
April 6th 1938

LeRoy Chapman
Notary Public for the State of Idaho
Residing at Blackfoot therein.