

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
IDAHO FARMWAY, INC.**

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The Articles of Incorporation of Idaho Farmway, Inc., an Idaho corporation, are hereby amended and restated in their entirety, effective as of October 10, 2019, pursuant to the Idaho Business Corporation Act, Idaho Code Section 30-29-101, *et seq.* (the “Act”) as follows:

**ARTICLE I
NAME**

The name of the corporation is Idaho Farmway, Inc. (the “Corporation”).

**ARTICLE II
AUTHORIZED SHARES**

The Corporation is authorized to issue ten thousand (10,000) shares of common stock having no par value.

**ARTICLE III
BOARD OF DIRECTORS**

All corporate powers are exercised by or under the authority of, and the business and affairs of the Corporation are managed under the direction of, its Board of Directors, subject to any limitation set forth in the Corporation’s Bylaws or a Shareholders Agreement adopted under Section 30-29-732 of the Act.

**ARTICLE IV
INDEMNIFICATION**

The Corporation shall indemnify the Directors and Officers of the Corporation to the fullest extent permitted by the Act, as the same exists as of the date hereof or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Act permitted the Corporation to provide prior to such amendment).

**ARTICLE V
LIMITATION OF LIABILITY**

No Director shall be liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a Director to which the Director is not entitled; (ii) an intentional infliction of harm on the Corporation or the Shareholders; (iii) a violation of Section 30-29-833 of the Act; or (iv) an intentional violation of criminal law.

ARTICLE VI REGISTERED AGENT

The registered agent of the Corporation shall be indicated on the records filed with the Idaho Secretary of State. The name of the Corporation's initial registered agent is David M. Weitz, whose address is 22200 Papa Whiskey Lane, Caldwell, Idaho 83607. The Corporation may change its registered agent from time to time at the direction of the Board of Directors.

ARTICLE VII AMENDMENT

These Amended and Restated Articles of Incorporation may only be further amended, restated or otherwise modified by unanimous vote of the Shareholders.

ARTICLE VIII APPROVAL

These Amended and Restated Articles of Incorporation were adopted by a resolution of the Board of Directors of the Corporation on October 10, 2019.

These Amended and Restated Articles of Incorporation were adopted by a resolution of the Shareholders of the Corporation on October 10, 2019.

ARTICLE IX EXECUTION

For the purpose of amending and restating the Corporation's Articles of Incorporation under the laws of the State of Idaho, the undersigned has executed these Amended and Restated Articles of Incorporation on October 10, 2019.



David M. Weitz, President, Secretary and
Treasurer, Registered Agent