

State of Idaho

Department of State

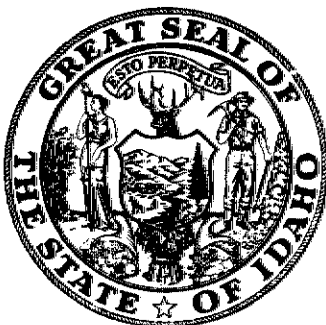
CERTIFICATE OF INCORPORATION OF

NORTHWEST DAIRY SERVICES, INC.
File number C 118956

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: April 2, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Daines*

**CERTIFICATE OF INCORPORATION
OF****NORTHWEST DAIRY SERVICES, INC****APR 2 10 50 AM '97****SECRETARY OF STATE
STATE OF IDAHO**

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**FIRST
IDENTIFICATION**

The name of the corporation, hereinafter referred to as the "Corporation," is NORTHWEST DAIRY SERVICES, INC.

**SECOND
PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**THIRD
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Corporation is 11165 TIOGA ST. BOISE ID 83709
and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is VAL YOUNG

**FOURTH
PURPOSE**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Idaho.

**FIFTH
SHARES**

The total authorized capital stock of the Corporation is ONE HUNDRED SEVENTY THOUSAND shares having a Par Value of NONE. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**SIXTH
INCORPORATOR'S ADDRESS**

The name and post office address of the Incorporator of the Corporation is as follows:

ELOYD HARRIS 1505 LONESTAR RD, NAMPA ID 83651

IDAHO SECRETARY OF STATE
DATE 04/02/1997
0900 78964 2
CK #: 1037 CUST# 79204
CORP 1@ 100.00= 100.00
CORP SUR 1@ 20.00= 20.00

SEVENTH
DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

ELOYD HARRIS 1505 LONESTAR RD NAMPA ID 83651

RICHARD SOARES 1916 SANTA CLARA DR., CALDWELL ID 83605

VAL YOUNG 11165 TIOGA ST BOISE ID 83709

EIGHTH
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be 2 April 1997

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of

Eloyd Harris
(Incorporator)