

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT

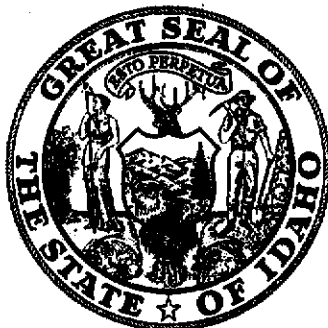
OF

BOWMAN PRODUCE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of BOWMAN PRODUCE, INC. 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

October 25, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Lucy J. Clark

Corporation Clerk

RECEIVED
SEC. OF STATE

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
BOWMAN PRODUCE, INC.

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KNOW ALL MEN BY THESE PRESENTS: That at a Special Joint Meeting of Shareholders and Directors held on the 22nd day of October, 1991, pursuant to written Waiver of Notice and Consent executed by all of the shareholders and directors of the corporation, the following Resolution was unanimously adopted by vote of approval of all of the shareholders of the corporation (10,000 votes were in favor of the Resolution and 0 votes were opposed) as follows, to-wit:

BE IT RESOLVED, that Articles V and VII of the Articles of Incorporation of Bowman Produce, Inc., be and the same are hereby amended and modified to provide, state, and be as follows, to wit:

"ARTICLE V.

The capital stock of the corporation shall consist of 10,000 shares of voting common stock and 90,000 shares of non-voting common stock. All shares of both voting common stock and non-voting common stock shall have a par value of \$1.00 per share. Each share of voting common stock shall have the same rights, privileges and voting power and shall be non-assessable. Each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, but none of

the shares of non-voting common stock shall be entitled to vote."

ARTICLE VII

(a) The number of directors of this corporation shall be at least three (3) (except that in the case where all of the shares of voting common stock of the corporation are owned beneficially and of record by either one (1) or (2) stockholders, the number of directors may be less than three (3) but not less than the number of voting common stockholders.) The corporation may provide for additional directors from time to time by appropriate provisions of the By-Laws.

(b) Directors need not be shareholders of the corporation.

(c) Except as otherwise provided in these Articles of Incorporation, the number, qualifications, terms of office, manner of election, time and place, manner of calling of meeting, and the powers and duties of directors shall be prescribed by the By-Laws of the corporation.

(d) A director may be removed by a two-thirds (2/3) vote of the shareholders owning voting common stock at a special meeting for that purpose, called in the manner provided in Section 30-1-28 of the Idaho Code, as the same now exists and all acts amendatory or supplementary thereto.

(e) At all meetings for the election of directors of this corporation, each stockholder of voting common stock shall be entitled to as many votes as shall equal the number of votes, which he would be entitled to cast for the election of directors with respect to his shares of voting common stock, multiplied by the number of directors to

be elected, and he may cast all such votes for a single director or may distribute them among the number to be voted for or any two or more of them as he may see fit.

(f) A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of business and the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors.

(g) The Board of Directors of this corporation shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws. Such power shall not extend to making or altering any By-Laws relating to the fixing of the qualifications, classifications, terms of office, or compensation of the Board of Directors, and this authority shall not be interpreted as taking from the voting common stock shareholders that power and authority given to them by Section 30-1-27 of the Idaho Code, as that section now exists or may hereafter be amended."

The remaining and preceding Articles of said Articles of Incorporation of V shall remain the same and shall not be amended or modified in any way except as the same appear to this date.

DATED this 22nd day of October, 1991.

Bowman Produce, Inc.

By Donald E. Bowman
Its President

ATTEST:

Laura C. Bowman
Secretary

STATE OF IDAHO)
 : ss
County of Canyon)

I, Stephen L. Pruss, a notary public, do hereby certify that on this 22nd day of October, 1991, personally appeared before me Gerald E. Bowman and Laura C. Bowman, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of Bowman Produce, Inc., that they signed the foregoing document as President and Secretary, respectively, of the corporation, and that the statements therein contained are true.

Stephen L. Pruss
Notary Public for Idaho
Commission expires: 7-30-92

(SEAL)

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TO ARTICLES OF INCORPORATION-4