

**FILED**

98 AUG 13 AM 9:06  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
MELLING FARMS, INC.

THE UNDERSIGNED, being a natural person of full age, who is a natural citizen of the United State of America, does hereby voluntarily associate myself for the purpose of forming a corporation under Title 30, Chapter 1, Idaho Code, and other applicable law of the State of Idaho.

FIRST

The name of the corporation is and shall be MELLING FARMS, INC..

SECOND

The purposes of the corporation are as follows:

To engage in all types of lawful business activity.

To engage in the business of raising livestock.

To buy and sell, export, import, lease, exchange and generally deal in real and personal property of every class and description.

To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and with goods, wares and merchandise.

To act as agent for the purpose, sale, and handling of goods, wares, merchandise and literary properties of any and all types and descriptions for the account

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of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

To manufacture, repair, replace, produce or otherwise acquire, alter or repair merchandise of every class, nature and description, whether as principal or agent, whether now known or hereafter to be discovered or invented.

To build structures and facilities of all kinds and descriptions.

To deal in stocks, bonds, or other securities, investments including the purchase and sale of the same, and in particular to purchase and sell, deal in or trade stocks issued by this corporation, and to acquire its own stock in such manner and upon such terms and conditions as the Board of Directors may determine to be in the best interests of the corporation.

To purchase, lease, mortgage, deal in or with all and every class and kind of real estate.

To likewise do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either along or in association with other corporations, firms or individuals, and to enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm association, corporation, municipality, state or government, or any subdivision or district thereof, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes

or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

The purposes specified herein shall be construed both as purposes and powers and shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

### THIRD

The duration of this corporation shall be perpetual.

### FOURTH

The location of the registered office of the corporation in the State of Idaho is 435 West 24th St., Burley, Idaho. The post office address of the registered office of the corporation is 435 West 24th St., Burley, Idaho 83318. The name of the registered agent for the corporation is Don Melling whose physical address is 435 West 24th St., Burley, Idaho and whose post office address is 435 West 24th St., Burley, Idaho 83318.

FIFTH

The total authorized number of shares is 100 having no par value. The stock of the corporation is of but one class: Common. Shares are nonassessable by or on behalf of the corporation.

SIXTH

The corporation shall adopt bylaws which are not inconsistent with law or these Articles of Incorporation, which bylaws shall provide for the election of a Board of Directors and officers of the corporation who shall conduct and carry on the internal affairs of the corporation in accordance with the provisions of such bylaws. The Board of Directors and corporate officers shall have power and authority to perform all acts authorized by law and the bylaws of the corporation, including, but not limited to, the right to elect to have the corporation treated as a Sub-Chapter S Corporation, and to have the corporation indemnify its directors, officers, employees and agents.

SEVENTH

The names and post office address of the incorporator, and the number of share of stock subscribed each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Don Melling	435 West 24th St. Burley, ID 83318	50

The initial Board of Directors who shall serve until the first meeting of incorporators is as follows:

ARTICLES OF INCORPORATION - 4

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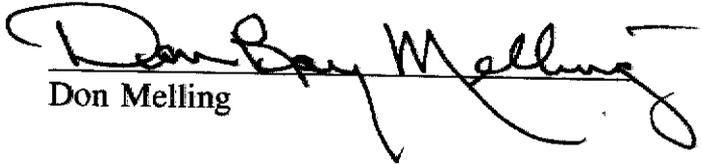
Don Melling - 435 West 24th St.  
Burley, Idaho 83318

EIGHT

The power to repeal and amend By-Laws and adopt new By-Laws shall rest with the Board of Directors by a majority vote of the Directors.

IN WITNESS WHEREOF, the incorporator above-named has signed his name this \_\_\_ day of August, 1998.

MELLING FARMS, INC.

  
Don Melling

STATE OF IDAHO            )  
  ) ss.  
County of Minidoka        )

On this 11<sup>th</sup> day of August, 1998, before me the undersigned Notary Public in and for said State, personally appeared Don Melling known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

(SEAL)

J. A. Bandy  
Notary Public  
Residing at Burley, Idaho  
My Commission expires 1-1-00