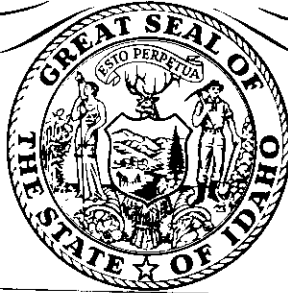


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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 original of the articles of incorporation of

E. S. HARPER COMPANY, INC.

was filed in the office of the Secretary of State on the **Twelfth** day of **October** A.D. One Thousand Nine Hundred **Fifty-nine** and duly recorded on Film No. **109** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Idaho Falls, in the County of **Bonneville.**

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 **12th** day of **October**, A.D., 19**59**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
E. S. HARPER COMPANY, INC.

* * * * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age and are citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I

That the name of this corporation shall be
E. S. HARPER COMPANY, INC.

II

That the purposes for which this corporation is formed are:

1. To buy, sell, process, store and otherwise handle and deal in potatoes, onions, grain, hay, seeds, vegetables and produce of every kind, nature and description, and to own, operate, lease, buy and sell potato and onion warehouses and cellars.
2. To engage in the business of growing, purchasing, preserving and selling potatoes, onions and other vegetables and fruit, and to pack, preserve and ship the same.
3. To purchase or otherwise acquire, and to hold, own, maintain, work, develop, subdivide, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in, lands and leaseholds and any interests, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.
4. To borrow money, and to make and issue bonds, notes, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.
5. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the valuation of its property.

III

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV

That the principal place of business, registered office and the location and postoffice address of the registered office of said corporation shall be Idaho Falls, in the County of Bonneville, State of Idaho.

V

The total authorized capital stock of this corporation shall be TWO HUNDRED FIFTY THOUSAND AND NO/100 (\$250,000.00) DOLLARS, divided into Two Thousand Five Hundred (2,500) shares, of the par value of ONE HUNDRED AND NO/100 (\$100.00) DOLLARS each, and all of said stock shall be Common Stock.

VI

The number of directors of the corporation shall be not less than three (3) nor more than nine (9) and said number of directors may be altered from time to time as may be provided in the By-Laws. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the stockholders at any annual or special meeting as shall be provided in the By-Laws.

VII

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purposes.

VIII

The following are the names and postoffice addresses of the incorporators, together with the number of shares which are subscribed by each:

<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
Howard H. Harper	P.O. Box 716, Idaho Falls, Idaho	One
Richard S. Harper	P.O. Box 716, Idaho Falls, Idaho	One
Lucile L. Harper	P.O. Box 716, Idaho Falls, Idaho	One

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

~~14th~~ ^{9th} day of ~~April~~ ^{October}, in the year of our Lord One Thousand Nine Hundred and Fifty-nine.

Howard H. Harper (SEAL)

Richard S. Harper (SEAL)

Lucile L. Harper (SEAL)

STATE OF IDAHO)
 : ss
County of Bonneville)

I do hereby certify that on this ~~14th~~ ^{9th} day of ~~April~~ ^{October}, 1959, before me, the undersigned, a Notary Public in and for said state, personally appeared HOWARD H. HARPER, RICHARD S. HARPER and LUCILE L. HARPER, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

Welford Albright

Notary Public for State of Idaho

Residing at Idaho Falls, Idaho