



CERTIFICATE OF INCORPORATION  
OF

Teton Management Corporation

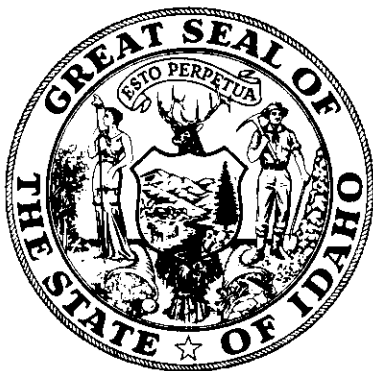
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

Teton Management 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 December 10 , 19 79 .



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

1                                    ARTICLES OF INCORPORATION  
2    OF  
3                                    TETON MANAGEMENT CORPORATION  
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5                    We, the undersigned, all being of full age and citizens  
6 of the United States, have this day voluntarily associated ourselves  
7 together for the purpose of forming a corporation under the laws  
8 of the State of Idaho, and we hereby certify:

9    I.

10                    The name of said corporation shall be Teton Management  
11 Corporation.

12    II.

13                    The purposes for which said corporation is formed are:

14                    1. To act as farm, business, professional and  
15 investment management and professional consultants,  
16 and in connection therewith to render management, negoti-  
ation, research, technical, and advisory services to  
persons, firms, corporations and others.

17                    2. To serve in an advisory, managerial, and consult-  
18 ative capacity to corporations, associations, partner-  
ships, individuals, and others, and to establish and  
19 maintain bureaus, departments, and laboratories for  
industrial, financial, statistical, inventory, and  
20 other research work, and to engage generally in the  
business of providing, promoting and establishing manage-  
21 ment for agricultural, professional, accounting, business  
and investment entities.

22                    3. To investigate systems, methods, and controls  
23 of farming, business, investment, manufacturing, plant  
operations, packing, storing, shipping, marketing,  
24 inventories, accounting, and other operations integral  
to any and all types of businesses and to make recommendations  
25 revise, adapt, modernize, and establish economies to  
effect industrial and managerial efficiency and in  
26 connection therewith to take over the entire operation  
and business of any type of industry or other forms  
27 of endeavor and to do all such things and to perform  
all such services as may be necessary to carry out  
28 the foregoing purposes.

29                    4. To devise, develop, create, inaugurate, and  
30 contract for the establishment, installation, and sale  
and rental of systems, methods, and controls for efficient  
31 operation and management of agricultural professional,  
accounting and investment or other business concerns,  
32 firms, partnerships, associations, and corporations,  
and to provide, make available, and furnish maintenance

1 and supervision and to train and instruct individuals  
2 in the operation, installation, and maintenance of  
such systems, methods and controls.

3 4. To engage in any and all other businesses  
4 of a commercial nature which may be conveniently operated  
5 in connection with or incidental to the corporate purposes  
expressed in the foregoing paragraph.

6 5. To purchase, lease, own, sell, mortgage, sublease,  
7 or otherwise acquire or dispose of lands, buildings,  
8 easements or property, both real and personal, including  
9 all types and kinds of equipment which are requisite  
10 for or are capable of being conveniently used in connection  
11 with any of the objects of this corporation, and to  
12 enter into, make, perform and carry out contracts of  
every sort and kind with any person, and to acquire  
and take over the good will, property, rights, franchises,  
options and assets of every kind and the liabilities  
of any person, firm, or corporation, either wholly  
or in part, and to pay for the same in cash, stocks,  
or bonds of the corporation or otherwise.

13 6. To purchase or acquire property, businesses,  
14 rights or franchises or for any other object in or  
15 about its business affairs, to incur debt and to borrow  
16 and secure the payment of money in any lawful manner,  
17 including the issue and sale or other disposition of  
18 bonds, debentures, notes or other evidence of indebt-  
19 edness, and to acquire by purchase, gift, or otherwise,  
20 shares of its own corporate stock and cancel the same  
21 or any part thereof, or hold all or any of such stock  
22 for resale as treasury stock, or for the purchase of  
23 making stock dividends to its shareholders, and to  
24 restrict the transferability of its outstanding shares  
25 to the extent reasonably necessary to protect the rights  
26 of the corporation and its shareholders in any stock  
27 purchase, contracts, or options that may be made between  
28 themselves or any of them.

29 7. To act as surety or creditor in any and all  
30 types of engagements, including the power to execute,  
31 endorse and deliver contracts and to guarantee the  
32 prompt and faithful performance for payment of debts,  
notes, agreements, contracts and undertakings of any  
other person, firm, partnership or corporation, and  
to act as accommodation co-maker or guarantor on obli-  
gations, either as primary or secondary obligor.

8. Without in any manner limiting any of the  
objects, purposes or powers of the corporation, the  
business or purposes of said corporation shall be from  
time to time to do any one or more of the acts or things  
herein set forth.

9. The several subdivisions contained in this  
paragraph of purposes shall be construed as both purposes  
and powers and the enumeration thereof shall not be  
held to limit or restrict in any manner the general  
powers conferred on business corporation by the laws  
of the State of Idaho, all of which powers are hereby  
expressly claimed.

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III.

The said corporation shall have perpetual existence.

IV.

The registered office of said corporation in the State of Idaho shall be located in Murtaugh, in the County of Twin Falls, and the post office address of the registered office of said corporation in the State of Idaho is Route #1, Murtaugh, Idaho, 83344. The registered agent is Howard E. Conrad whose address is Route #1, Murtaugh, Idaho, 83344.

V.

The capital stock of the corporation shall be composed entirely of stock of no par value and the authorized number of such shares of no par value stock shall be One Hundred (100).

VI.

The amount of capital stock of said corporation which has been actually subscribed is Three (3) shares, and the following are the names and post office addresses of each of the incorporators and initial directors and the number of shares subscribed by each:

<u>Names of Incorporators &amp; Initial Directors</u>	<u>Post Office Addresses</u>	<u>No. of Shares Subscribed</u>
Ann Watson	P.O. Box 525 Twin Falls, ID 83301	One (1)
Janet L. King	P.O. Box 525 Twin Falls, ID 83301	One (1)
Irma Baxter	P.O. Box 525 Twin Falls, ID 83301	One (1)

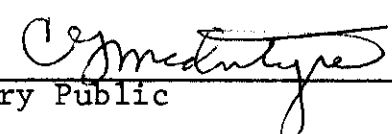
IN WITNESS WHEREOF, we have hereunto set our hands this  
7<sup>th</sup> day of December, 1979.

Ann Watson  
Ann Watson  
Janet L. King  
Janet L. King  
Irma Baxter  
Irma Baxter

1 STATE OF IDAHO )  
2 County of Twin Falls ) ss.

3 On this 7<sup>TH</sup> day of December, 1979, before me, the  
4 undersigned, a Notary Public in and for said County and State,  
5 personally appeared Ann Watson, Janet L. King and Irma Baxter,  
6 known to me to be the persons whose names are subscribed to the  
7 within instrument and acknowledged to me that they executed the  
8 same.

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

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13   
14 Notary Public

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