

UNIVERSAL FRESH FOODS, INC.

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.

June 15, 1983 Dated:

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SECRETARY OF STATE

by:

1	ARTICLES OF INCORPORATION UN 15 3 38 PM 183
2	OF SEORE/ARY OF STATE
3	UNIVERSAL FRESH FOODS, INC.
4	KNOW ALL MEN BY THESE PRESENTS:
5	The undersigned, all citizens of the United States of
6	America, each being over the age of 18 years, do hereby associate
7	ourselves together for the purpose of forming a corporation under
В	and pursuant to the provisions of the laws of the State of Idaho,
9	for the purposes expressed in the following Articles, and do hereby
10	adopt the following Articles of Incorporation:
11	ARTICLE 1: NAME OF CORPORATION: The name of the Corpor-
12	ation shall be: Universal Fresh Foods, Inc.
13	ARTICLE 2: PURPOSES: The Corporation is organized
14	for the purpose of transacting any or all lawful business for which
15	Corporations may be incorporated under the Idaho Business Corpora-
16	tion Act.
17	ARTICLE 3: TERM: The corporation is to have perpetual
18	existence.
19	ARTICLE 4: REGISTERED OFFICE & REGISTERED AGENT: The
20	registered office of the corporation shall be located at P. O.
21	RIO 700 W. 410 L. Rupert, Idaho 83350 as per Shelley Box 475, Burley, Idaho, 83318. The registered agent for the corpor-
22	ation shall be Ed Burgess, whose business office is identical with
23	the registered office of the corporation.
24	ARTICLE 5: CORPORATE STOCK: The total number of shares
25	which the corporation is authorized to issue is 10,000 shares with
26	each share having as its par value \$.10. The Board of Directors
	1. Articles of Incorporation

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l may from time to time fix the consideration for which such shares 2 shall be issued and sold, provided they may not be issued or sold 3 at a value less than par. The capital stock when fully paid, shall 4 be nonassessable, shall be one class of which all shall be voting. 5 Voting of the stock shall be cumulative. 6 INCORPORATORS: The names and post office ARTICLE 6: 7 addresses of the incorporators: 8 Melrose Edmond Burgess - Box 25 Burley, Idaho 83318 Anthony W. Hart - Box 475, Burley, Idaho 83318 9 The initial Board of Directors ARTICLE 7: DIRECTORS: 10 shall consist of five (5) Directors who shall be: 11 Melrose Edmond Burgess 12 Box 25 Burley, Idaho 83318 13 Anthony W. Hart 14 Box 475 Burley, Idaho 83318 15 John Duane Hansen 16 Rt. #3 Box 130 Rupert, Idaho 83350 17 William Mann Hepworth 18 Rt. #1 Box 368 Rupert, Idaho 83350 19 Steven David Young 20 Rt. #3 Box 244 Rupert, Idaho 83350 21 The initial Board of Directors shall serve until the first annual 22 meeting of the shareholders at which time their successors shall 23 be elected and qualified. The By-Laws shall specify the number 24 of Directors for the corporation to be elected at the first annual 25meeting of shareholders, and thereafter. 26

2. Articles of Incorporation

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1 CONTRACTS: No contract or other transaction ARTICLE 8: 2 between the corporation or any other corporation, whether or not 3 a majority of the shares of capital stock of such other corporation 4 is owned by the corporation, and no act of the corporation shall 5 be in any way affected or invalidated by the fact that any of the 6 directors of the corporation are pecuniarily or otherwise interested 7 in or are directors or officers of such other corporation. Any 8 director individually may be a party to or may be pecuniarily or 9 otherwise interested in a contract or transaction of the corporation 10 and any directors of the corporation who are so interested may 11 be counted in determining the existence of a guorum at any meeting 12 of the Board of Directors of the Corporation shall authorize such 13 contract or transaction and may vote thereon to authorize such 14 contract or transaction with the same right, force and effect as 15 if he were not such director or officer of such corporation and 16 not so interested therein. The same shall apply if any officer 17 or director of this corporation shall be interested in any other 18 form of business entity dealing with this corporation.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation this 14 day of June, 19 83.

Meline Elmand Burger

Whart Hart

PARSONS, SMITH, STONE & FLETCHER LAWYERS BURLEY, IDAHO

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