

### 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

#### FORESITE, INC.

was filed in the office of the Secretary of State on the **Seventeenth** day of **December**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** 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 in the County of Canyon

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 17th day of Pecember, A.D., 19 62.

Secretary of State.

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FORESITE, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all being citizens of the United States, of legal age, this day having voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify:

#### ARTICLE I.

The name of the corporation shall be "FORESITE, INC."

### ARTICLE II. Purposes

- (a) To engage in a general agricultural farming, fruit growing and farm operation business.
- To engage in the business of growing, producing and (b) marketing agricultural products and fruit of every type and nature; and to engage in the business of raising, purchasing or marketing poultry and poultry products of every type and nature; and to engage in the business of raising, feeding or marketing livestock and animals of every type and description and to dispose of the products thereof; and to engage in the business of producing and marketing dairy products of every kind or nature.
- (c) To acquire, own, conduct and operate farms and farming properties wherever situated and any and all types of endeavor usually incident to farming operations.
- (d) To acquire, own, sell and dispose of agricultural supplies, poultry supplies, dairy supplies and goods, wares and merchandise of every type or nature.
- To acquire, own or operate any type of mercantile establishment; and to purchase, sell, barter, exchange and generally deal in all types of goods, wares and merchandise.
- To purchase, own, hold, lease (either as lessor or as lessee), exchange, subdivide, mortgage, sell and generally operate and deal in any and all types of real property within or without the State of Idaho, necessary, suitable or useful in connection with the operation of the business of this corporation.
- (ğ) (g) To acquire, own, hold, construct, erect, lease (either as lessor or as lessee), mortgage, pledge, sell and generally operate and deal in any and all types of machinery, equipment and personal property.
- (h) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

- (i) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any person or persons, firms, corporations, associations, any state, territory or municipality of the United States or any foreign country, government or body politic.
- (j) To purchase, acquire and hold all or any part of the property, capital stock, assets or good will of any business of any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, consistent with the objects and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, property, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.
- (k) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect and to sell, assign or grant licenses or other rights in respect of any trademarks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto.
- (1) To borrow money for any purpose of this corporation without limit as to amount, and to issue bonds, debentures, notes and other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation or in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages, or deeds of trust or pledges or other liens upon any or all of the property of this corporation wheresoever situated.
- (m) To carry out all or any part of the foregoing objects or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.
- (n) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any and all foreign countries and to have one or more offices within or outside the State of Idaho.
- (o) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

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# ARTICLE III. Duration

The period of existence and the duration of the life of this corporation shall be perpetual.

### ARTICLE IV. Place of Business

The location and post office address of the registered office of this corporation in the State of Idaho shall be Caldwell in the County of Canyon, State of Idaho.

### ARTICLE V. Stock

This corporation is authorized to issue one class of shares of its capital stock to be designated as common stock; the total number of shares of common stock which this corporation shall be authorized to issue is 1,000. The aggregate par value of the capital stock of this corporation shall be \$100,000.00; and the par value of each of said shares of common stock shall be \$100.00.

## ARTICLE VI. Incorporators

The names and post office addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of those incorporators are as follows:

NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
Vernon D. Greenfield	Caldwell, Idaho	One
Arlene Greenfield	Caldwell, Idaho	One
Peter J. Boyd	Caldwell, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of twenty one years and is a citizen of the United States of America.

#### ARTICLE VII.

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

### ARTICLE VIII.

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, We, the undersigned, for the purpose of forming this corporation under the statutes of the State of Idaho, have executed these Articles of Incorporation this /s day of December, 1962.

Vernon D. Greenfield (SEAL)

Arlene Greenfield (SEAL)

Peter J. Boyd (SEAL)

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STATE OF IDAHO County of Canyon)

On this day of December, 1962, before me, the undersigned, a Notary Public in and for said State, personally appeared VERNON D. GREENFIELD, ARLENE GREENFIELD and PETER J. BOYD known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of twenty-one years and were each citizens of the United States of America.

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

> Notary Public Residing at Caldwell, Idaho