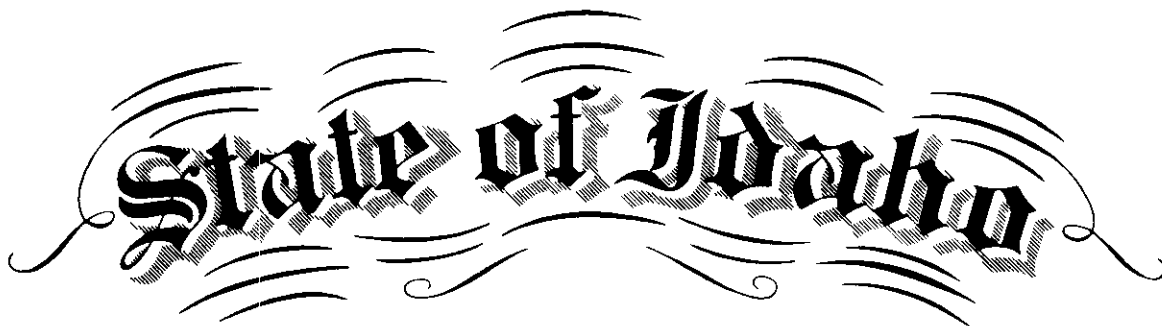




**CERTIFICATE OF INCORPORATION
OF**

TOP NOTCH FOODS, INC.

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 the above named 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: November 27, 1985



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

RECORDED
SEAL OF STATE

ARTICLES OF INCORPORATION 7 1 3 33

OF

TOP NOTCH FOODS, INC.

I the undersigned, being a natural person of full age, and a citizen of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

ARTICLE ONE

NAME OF CORPORATION

The name of the Corporation is TOP NOTCH FOODS, INC..

ARTICLE TWO

PURPOSE OF INCORPORATION

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the Corporation are to do any and all of the things herein mentioned as fully and to the same extent a natural person might or could do in any part of the world as follows:

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

ARTICLE THREE

DURATION

The duration of the Corporation is perpetual.

ARTICLE FOUR

REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the Corporation shall be MIKE J. MUNNS and the initial registered office shall be located at Route # 3, Box 356, Rexburg, Idaho 83440.

ARTICLE FIVE

STOCK

The total number of par value shares which the Corporation shall have authority to issue is 100,000, each having a par value of \$1.00 the aggregate par value of the total authorized number of par value shares is \$100,000.00. There are no authorized shares without par value.

The stock of the Corporation is divided into 100,000 shares of a single class, each share having equal rights and each share having one vote. All stock when fully paid for shall be non-assessable.

ARTICLE SIX

BOARD OF DIRECTORS & BY-LAWS

The Corporation shall have the power to establish a Board of Directors and adopt appropriate By-Laws. The duties of the Board of Directors and its officers shall be established by the By-Laws of the Corporation. The Board of Directors shall have the authority to amend the By-Laws of the Corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to

sell a significant part of the Corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the Corporation. Each member of the Board of Directors need not be a shareholder of the Corporation.

The original members of the Board of Directors who shall serve until the first regular meeting of the shareholders or until their successors shall qualify are:

Glen Munns	Rt. 3, Box 356, Rexburg, ID 83440
Elaine Munns	Rt. 3, Box 356, Rexburg, ID 83440
Mike J. Munns	Rt. 3, Box 356, Rexburg, ID 83440
Annette Munns	Rt. 3, Box 356, Rexburg, ID 83440

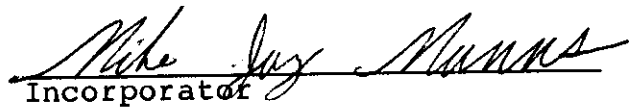
ARTICLE SEVEN

INCORPORATORS

The name and address of the incorporator is:

NAME	ADDRESS
MIKE J. MUNNS	Route # 3, Box 356 Rexburg, ID 83440

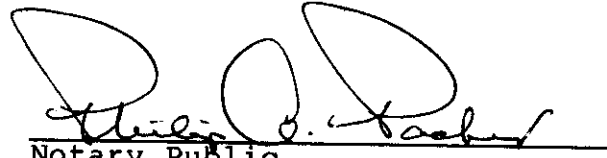
Executed in duplicate this 19th day of November,
1985.


Incorporator

STATE OF IDAHO)
 :SS
COUNTY OF MADISON)

On this 19th day of November, in the year of 1985,
before me, a Notary Public in and for said State, personally
appeared MIKE J. MUNNS, known to me to be the person whose name

is subscribed to the within instrument, and acknowledged to me
that he executed the same.


Notary Public
Residing In: Redburg, ID
My Commission Expires: 8.31.37