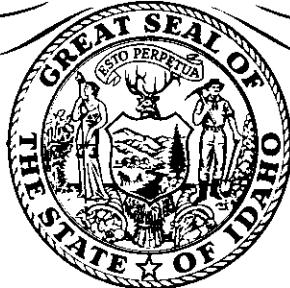


State of Idaho



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

SIERRA BAG & CONTAINER, INC.

was filed in the office of the Secretary of State on the **Eighteenth** day of **February**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **122** 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

Twenty years 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 **18th** day of **February**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

SIERRA BAG & CONTAINER, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, MORRIS G. ROSENBERG, BEN SACCO, WM. P. BRATTON,
being of full age & citizens of the United States,
MARK M. KANDARIAN and MARIO DiMOLFETTO,/ 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:

FIRST: That the name of the corporation is:

SIERRA BAG & CONTAINER, INC.

SECOND: That the primary business in which this corporation is intended
to engage is: The buying, selling, handling, repairing, and manufacturing of
produce containers and container materials, including but not limited to burlap
and paper; the manufacturing of bagging from imported or domestic materials;
the repair and redesigning of used containers; the buying and selling of cotton
covering materials, ties, and containers; and the general buying, selling, and
dealing in farm produce containers and materials reasonably incident to or
reasonably required in a produce container sales business on a wholesale and
retail basis.

The general purposes and powers of this corporation shall include the
following:

1. To buy, sell, handle, repair and manufacture produce containers and
container materials, including but not limited to burlap and paper; to
manufacture bagging from imported or domestic materials; to repair and
redesign used containers; to buy and sell cotton covering materials,
ties and containers; and to generally buy, sell and deal in farm produce
containers and materials reasonably incident to or reasonably required in
a produce container sales business on a wholesale and retail basis.
2. To purchase, lease, buy, construct and manufacture equipment for the
manufacture and repair of produce containers.

3. To manufacture, own, buy, sell and generally deal in produce container equipment of all kinds, and such mechanical devices and engineering appliances as are generally used in the produce container business, together with items of supplies and machinery required in the manufacture, repair, cleaning, and redesigning of produce containers.
4. To manufacture, own, buy, sell and generally deal in all equipment, mechanical devices, and engineering appliances which may be necessary in the processing of imported or domestic materials used in the manufacture or construction of produce containers.
5. To buy, sell, package, ship and market produce containers and materials used in the manufacture and construction of produce containers.
6. To manufacture, construct, repair; own, buy, lease from others or otherwise acquire, sell, convey, transfer, lease to others, and otherwise dispose of, mortgage or otherwise encumber, automobiles, motorcycles, tractors, motor boats, ships, airplanes, and other motor vehicles of all kinds; also all parts, devices, instruments, appliances, engines, motors, machinery and things used in the manufacture, construction, repair or operation of such automobiles, motorcycles, tractors, motorboats, ships, airplanes, and other vehicles.
7. To own, maintain, conduct and operate any and all facilities necessary for the storing, keeping, repairing, manufacturing, buying and selling of automobiles, motorcycles, tractors, motorboats, ships, airplanes and other vehicles.
8. To purchase, apply for and otherwise acquire, sell, transfer and otherwise dispose of, mortgage and otherwise encumber, franchises, easements, rights, privileges, licenses, trade marks, trade names, patents, inventions, improvements and processes.
9. To purchase, lease from others, and otherwise acquire, sell, convey, transfer, lease to others, and otherwise dispose of, mortgage or otherwise encumber real or personal property.
10. To acquire, hold and sell the shares of other corporations, and negotiate for the sale, hypothecation or disposal of the same; to borrow and loan money in connection with the foregoing purposes with or without security therefor; to execute notes, bonds, and all other obligations for money borrowed, property purchased, or otherwise acquired by this corporation, labor done or service performed for this corporation, or any lawful purposes, and to secure the payment of the principal and interest of said notes, bonds or other obligations by mortgage, pledge, hypothecation, deed of trust, or otherwise of any or all property owned or which may be acquired by this corporation; and generally to transact and carry on any other business, and to exercise any other powers which may be necessary, proper or convenient to be carried on or exercised in connection with any of the foregoing purposes or incident thereto.

11. This corporation may, from time to time, do any one or more of the acts and things, or carry out any one or more of the purposes herein set forth, and to have and exercise all rights and powers from time to time granted to a corporation by law; and may transaction business in the State of Idaho, in other states, in the District of Columbia, in the districts, dependencies and colonies of the United States and in foreign countries; and to have and exercise all rights and powers from time to time granted to a corporation by law.

12. To act as partner or joint venturer or in any other legal capacity in any transaction.

THIRD: That the principal office for the transaction of the business of this corporation is to be located in the City of Idaho Falls, in the County of Bonneville, State of Idaho.

FOURTH: That the duration of the corporation shall be for twenty (20) years from the date of incorporation hereof.

FIFTH: That the shares of this corporation shall be classified as "common shares"; that the number of such common shares is two thousand (2,000); and all of such shares shall have full voting rights, one vote to each share.

SIXTH: That the shares of this corporation shall have a par value of Ten Dollars (\$10.00); that the total number of such shares is two thousand (2,000) shares; and that the aggregate value of all of such shares is Twenty Thousand Dollars (\$20,000.00).

SEVENTH: That the names and addresses of the shareholders and the number of shares of each shareholder are as follows:

MORRIS G. ROSENBERG	5267 Montecito Drive Bakersfield, California	650 shares
BEN SACCO	1800 Country Club Drive Bakersfield, California	650 shares
WM. P. BRATTON	#18 Panorama Gardens Bakersfield, California	300 shares
MARK M. KANDARIAN	3800 Flintridge Drive Bakersfield, California	300 shares
MARIO DiMOLFETTO	3401 Christmas Tree Lane Bakersfield, California	100 shares

EIGHTH: That there shall be three (3) directors; that the names and addresses of the persons appointed to act as the first directors are as follows:

MORRIS G. ROSENBERG

5267 Montecito Drive
Bakersfield, California

BEN SACCO

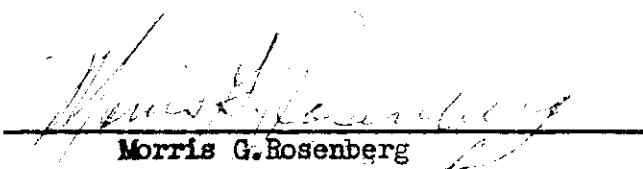
1800 Country Club Drive
Bakersfield, California

WM. P. BRATTON

#18 Panorama Gardens
Bakersfield, California

NINTH: That the shareholders of this corporation shall have preemptive rights to subscribe to any issue of shares or securities by this corporation.

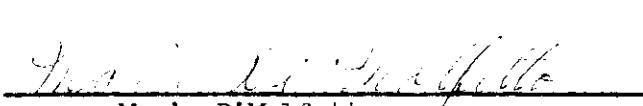
IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of February, 1963.


Morris G. Rosenberg


Ben Sacco


Wm. P. Bratton


Mark M. Kandarian


Mario DiMolfetto

STATE OF CALIFORNIA)
) SS.
COUNTY OF KERN)

On this 9th day of February, 1963, before me, the undersigned, a Notary Public in and for the County of Kern, State of California, personally appeared MORRIS G. ROSENBERG, BEN SACCO, WM. P. BRATTON, MARK M. KANDARIAN, and MARIO DiMOLFETTO, known to me to be the persons named as the Incorporators in the within instrument, and whose names are subscribed thereto, and severally 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.

NOTARIAL SEAL

Dorothy M. Muir
Dorothy M. Muir
Notary Public in and for the County
of Kern, State of California

My Commission Expires: Aug. 17, 1965