



## Department of State.

### CERTIFICATE OF INCORPORATION

**ARNOLD WILLIAMS**  
I, ~~XXXXXXXXXX~~, 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

#### **TARGHEE LIVESTOCK MARKETING ASSOCIATION, INC.**

was filed in the office of the Secretary of State on the **Tenth** day of **February**,  
A.D. One Thousand Nine Hundred, **Sixty-five** **will be** and is duly recorded on  
~~FILED IN~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the  
said articles contain the statement of facts required by Section 22-2608, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation by the name stated in the articles for  
**Fifty years** from the date hereof, with its registered office in this State located at  
**St. Anthony** in the County of **Fremont**, Idaho, and as such are entitled to all the rights and privileges granted to, and subject to the limitations and requirements of a Cooperative Marketing Association, as provided in said Chapter 26 of Title 22, Idaho Code.

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 **10th** day of **February**,  
A. D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION  
of  
TARGHEE LIVESTOCK MARKETING ASSOCIATION INCORPORATED

\*\*\*\*\*

KNOW ALL MEN BY THESE PRESENT:

That we, the undersigned, all of whom are residents and citizens of the State of Idaho, engaged in the production of "Agricultural Products," do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a non-profit, cooperative, marketing association, under the provisions of the "Cooperative Marketing Act" of the State of Idaho, and hereby make, subscribe, and execute the following Articles of Incorporation of said association:

ARTICLE I - NAME

That the name of this association is the "Targhee Livestock Marketing Association, Inc."

ARTICLE II - PURPOSE AND POWERS

That the objects and purposes for which this association is formed are:

(a) To receive, handle, feed, purchase, grade, process, pack, market, ship and/or sell, livestock and livestock products of all kinds belonging to the members of the Association, and to do all things necessary and convenient in connection with any of said operations. And in connection therewith to receive, handle, feed, purchase, grade, process, pack, market, ship and/or sell, the livestock or livestock products of non-members, provided that such products of non-members so handled shall not exceed the amount of that handled for members. To cooperate or contract with other associations or individuals engaged in similar purposes and to exercise and have all the powers necessary and proper to carry into effect the purposes for which such association is formed, and to do any and all things incident to the above purposes.

(b) To buy, hold, and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conducting and operation of any of the business of this association, or incidental thereto.

(c) To establish such reserves as may be necessary for the operation of the association.

(d) To purchase, or otherwise acquire, and to hold, own, and exercise all rights of ownership in, and to sell, transfer, or pledge shares of the capital stock, or bonds of any corporation, or association engaged in any related activity, or in the handling or marketing of any of the products handled by this association, or to become a member of any other association, or corporation, organized under the provisions of said "Cooperative Marketing Act."

(e) To borrow money without limitation; to make advances to its members and non-members, to incur indebtedness and to pledge any of its property as security in any manner permitted by law.

(f) To purchase, handle, and sell supplies and equipment used in connection with the production and marketing of livestock and livestock products, to members and non-members to the extent provided for under the laws of the State of Idaho.

(g) To do each and everything necessary, suitable, or proper, for the accomplishment of any of the purposes, or the attainment of any one or more of the objects herein enumerated or conducive to, or expedient for, the interest, or benefit, of the association; and to carry out accordingly; and in addition, to exercise and possess all powers, rights, and privileges necessary, or incidental to, the purposes for which the association is organized, or to the activities in which it is engaged; and in addition, any other rights, powers, and privileges granted by the laws of the State of Idaho to ordinary corporations, except such as are inconsistent with the express provisions of the Idaho Cooperative Marketing Act under which this association is incorporated; and to do any such thing anywhere, both within and without the State of Idaho used in connection with the production and marketing of livestock and livestock products.

#### ARTICLE III - PLACE OF BUSINESS

This Association shall have its principal place of business in the City of St. Anthony, County of Fremont, State of Idaho.

#### ARTICLE IV - TERM OF EXISTENCE

That the term for which said association is to exist shall be fifty (50) years from and after the date of its incorporation.

#### ARTICLE V - DIRECTORS

That the number of Directors thereof shall not be less than 5 provided that the authorized number of directors may be changed by a By-law duly adopted by the members of said association, subject always to any restrictions of law to the minimum number of directors applicable thereto; that the term of their office shall be three years or until the election and qualification of their successors; that the names and residences of those who are to serve as directors for the first year or until the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Glenn Davis	Rt. 41, Box 114, St. Anthony, Idaho
B.K. Siddoway	St. Anthony, Idaho
Less Hill	Box 157, Ashton, Idaho
Oliver Lee	Rexburg, Idaho

Keith Tucker

Keith TuckerTeton City, Idaho

The Directors shall be elected by the members of this Corporation at their annual meeting, and each member shall have one vote for each Director to be elected. No one shall be eligible to be a director unless he is a member of this Corporation.

#### ARTICLES VI - MEMBERSHIP - VOTING - PROPERTY RIGHTS

This association shall not have any capital stock, but shall admit applicants to membership in the association upon such uniform conditions as may be prescribed by the board of directors of the association, or in its by-laws. This association shall be operated on a cooperative basis for the mutual benefit of its members as producers, and membership in the association shall be restricted to producers of livestock and livestock products handled by the association or producers purchasing supplies for livestock production or marketing, who shall patronize the association. The voting rights of the members of the association shall be equal and no member shall have more than one vote. The property rights and interests of each member in the association shall be unequal; and shall be determined and fixed in the proportion that the patronage of each member shall bear to the total patronage of all members with the association. New members admitted to membership shall be entitled to share in the property of the association in accordance with the foregoing general rule.

#### ARTICLE VII - MEMBERSHIP LIABILITIES

The private property of a member of this corporation shall not be subject to the payment of corporate debts; and, except for debts lawfully contracted between him and the association, no member shall be liable for the debts of the association to an amount exceeding the sum unpaid on his membership fee.

#### ARTICLE VIII - AMENDMENTS

These articles of incorporation may be altered or amended in any respect, at any regular meeting or at any special meeting called for that purpose. An amendment must first be approved by two-thirds of the directors and then adopted by the affirmative vote of two-thirds of the members of the association present at such meeting, provided that a quorum as specified in the by-laws of the association be present.

IN TESTIMONY WHEREOF, We have hereunto set our hands as incorporators,  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

NAME

ADDRESS

Glenn Davis  
Los W. Hill  
Oliver Lee

R.F.D. #1 Box 114 Liberty, Mo.  
Box 157 Ashton Idaho  
Blackfoot, Idaho

Keith Tucker

Taton Idaho

R.K. Siddoway

St. Anthony, Mo

State of Idaho

County of \_\_\_\_\_

} SS

Before me, Clerk of District Court, within and for said County and  
State, on this 25 day of January, 1955, personally  
appeared:

Glenn Davis, Los Hill, Oliver Lee, Keith Tucker, R.K. Siddoway

known to me to be the persons whose names are subscribed to the within  
instrument and acknowledged that they have executed the same of their  
free and voluntary act for the uses and purposes therein set forth and  
that all of the above persons subscribing to the instrument did likewise  
to do.

Witness my hand and official seal this \_\_\_\_\_ day of \_\_\_\_\_, 1955.

W. M. Davis  
Clerk of District Court

holding at  
St. Anthony, Idaho

My commission expires:

elective