

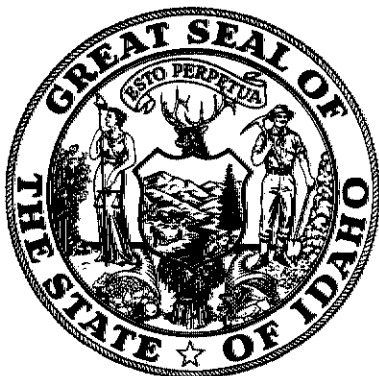
CERTIFICATE OF INCORPORATION  
OF

SUNNY SLOPE ORCHARDS, 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: **August 7, 1989**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

RECEIVED  
SEC. OF STATE

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ARTICLES OF INCORPORATION

OF

SUNNY SLOPE ORCHARDS, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

SUNNY SLOPE ORCHARDS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The authorized capital of the corporation is \$1,000,000. The aggregate number of shares which the corporation shall have authority to issue is 1,000, each having a par value of One Thousand Dollars (\$1,000) Dollars per share.

FIFTH: Provisions denying preemptive rights are:  
None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is 999 Main Street, Suite 1300, Boise, Idaho

83707, and the name of its initial registered agent at such address is Ronald N. Graves.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

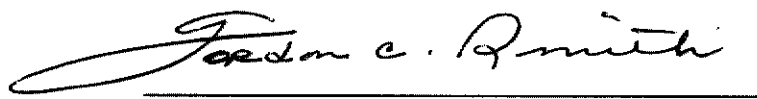
<u>NAME</u>	<u>ADDRESS</u>
Gordon C. Smith	P.O. Box 27, Boise, ID 83707
Scott R. Simplot	P.O. Box 27, Boise, ID 83707
Thomas J. Sorge	P.O. Box 27, Boise, ID 83707

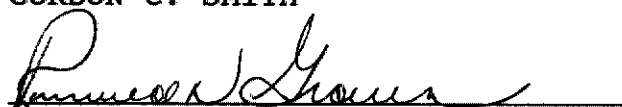
NINTH: The name and address of the incorporator is:

Gordon C. Smith	P.O. Box 27, Boise, ID 83707
Ronald N. Graves	P.O. Box 27, Boise, ID 83707

DATED: July 26, 1989.

INCORPORATORS

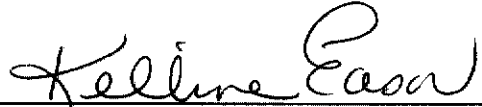
  
\_\_\_\_\_  
GORDON C. SMITH

  
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RONALD N. GRAVES

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STATE OF IDAHO            )  
                              ) ss.  
County of Ada            )

I, KELLINE EASON, a Notary Public, do hereby certify that on the 26th day of July, 1989, personally appeared before me, GORDON C. SMITH and RONALD N. GRAVES, who being first duly sworn, declared that they were the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

  
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NOTARY PUBLIC FOR IDAHO  
Residing at Boise, Idaho

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