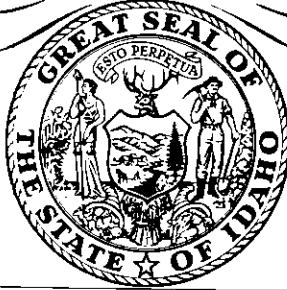


State of Idaho



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

ISLEY LIVESTOCK CO., INC.

was filed in the office of the Secretary of State on the **Fifteenth** day
of **November,** 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

Fifty years from the date hereof, with its registered office in this State located at
Salmon in the County of **Lemhi**

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 **15th** day of **November**,
A.D., 19 **62**

Secretary of State.

ARTICLES OF INCORPORATION

1 KNOW ALL MEY BY THESE PRESENTS: That we, ROBERT G. ISLEY,
2 ROSE ISLEY, MIKE ISLEY and ELNORA B. ISLEY, all United States
3 citizens, now living near Salmon, Idaho, and all over the age of 21
4 years, hereby associate ourselves together for the purposes of
5 forming a corporation under the laws of the State of Idaho, and do
6 declare and hereby adopt the following articles of incorporation:

I

8 The name of the corporation shall be ISLEY LIVESTOCK CO., INC.

II

10 The period of existence and the duration of the life of this
11 corporation shall be 50 years.

III

13 The registered office of this corporation shall be located at
14 Salmon, in the County of Lemhi, State of Idaho, or any other place
15 deemed advisable by the Board of Directors, and the post office
16 address of its registered office shall be Salmon, Idaho.

IV

18 The object and purposes of this corporation shall be:

19 To deal in livestock of all kinds and all other products; to
20 engage in business of both wholesale and retail as dealers in any-
21 thing connected with livestock or ranching; to buy and sell real
22 estate and receive rents and royalties therefrom and conduct a
23 general business.

V

25 To buy and sell all kinds of livestock and to carry on such
26 other business pertaining to livestock and ranching or other business
27 as may be found necessary or desirable or such as is engaged in by
28 a corporation of this kind and to deal in all kinds of livestock
29 and ranching.

30 To carry on business in the United States or elsewhere as
31 factors, agents, commission merchants to buy, sell, manipulate and
32 deal in, at wholesale or retail, merchandise, goods, wares, products

1 and commodities of every sort, kind or description and to carry on
2 any other business whether manufacturing or otherwise which can be
3 conveniently carried on which any of the company objects.

4 To open stores, offices or agencies throughout the United
5 States or elsewhere, or to allow or cause the legal estate and
6 interest in any properties or business acquired, established or
7 carried on by any other company formed or to be formed, upon trust
8 for, or as agents or nominees of this company, and to manage the
9 affairs or take over and carry on the business of any such other
10 company formed or to be formed, and to exercise all or any of the
11 powers of any such company, or of holders of shares of stock or
12 securities thereof, and to receive and to distribute as profits the
13 dividends and interest on such shares of stock and securities. To
14 purchase or otherwise acquire and undertake all or any part of the
15 business, property and liabilities of any persons or company,
16 carrying on any kind of business which this company is authorized
17 to carry on. To enter into partnership or into any arrangement for
18 sharing profits, union of interest, reciprocal concessions, or
19 co-operate with any person or company carrying on or about to carry
20 on any business which this company is authorized to carry on, or
21 any business or transaction capable of being conducted so as,
22 directly or indirectly, to benefit this company.

23 To have, to hold in pure trust real estate of all descriptions
24 and to act as agents, contractors, trustees or otherwise, and either
25 along or in company with others, as fully and to the same extent as
26 natural persons might or could do and in any part of the world.

27 To acquire by purchase, subscription or otherwise, and to hold
28 as an investment, any bonds or other securities or evidences of
29 indebtedness, or any shares of capital stock created or issued by
30 any other corporation or corporations, association or associations,
31 of the State of Idaho, or of any other State, Territory or Country.

32 To purchase, hold, assign, transfer, mortgage, pledge, or

1 otherwise dispose of, any bonds or other securities or evidences of
2 indebtedness created or issued by any corporation or corporations,
3 association or associations of the State of Idaho, or any other
4 State, Territory or Country, and, while owner thereof, to exercise
5 all the rights, powers and privileges of ownership.

6 To purchase, hold, sell, assign, transfer, mortgage, pledge or
7 otherwise dispose of shares of the capital stock of any orther
8 State, Territory or Country; and, while owner of such stock, to
9 exercise all the rights, powers and privileges of ownership,
10 including the right to vote thereon.

11 To aid in any manner any corporation or association of which
12 any bonds or other securities or evidences of indebtedness or stock
13 are held by the corporation; or to do any actions or things designed
14 to protect, preserve, improve or enhance the value of any such bonds
15 or other securities or evidences of indebtedness of stock.

16 The purposes of the corporation are from time to time to do
17 any one or more of the acts and things herein set forth.

18 In general, said corporation shall have and exercise all the
19 powers conferred by the laws of the State of Idaho upon business
20 corporations.

21 In furtherance, and not in limitations of the general powers
22 conferred by the laws of the State of Idaho, and by the principles
23 of the common law, upon corporations, and of the purposes and the
24 powers hereinbefore stated, the corporation shall also have the
25 following purposes and powers, it being expressly provided that the
26 enumeration of specific powers shall not be construed to limit or
27 restrict in any manner the aforesaid general powers of the corpor-
28 ation. The power to repeal and amend the by-laws and adopt new
29 by-laws is conferred upon the directors and all directors must be
30 share holders.

31 To enter into, make and perform and carry out contracts of
32 every sort and kind with any person, firm, association or corpor-
ation, municipality, body, politic, territory, state, government or

1 colony or dependency thereof, and without limit as to amount to
2 draw, make, accept, indorse, discount, execute and issue promissory
3 notes, drafts, bills or exchange, warrants, bonds, debentures, and
4 other negotiable or transferable instruments, and evidences of
5 indebtedness whether secured by mortgages or otherwise, as well as
6 to secure by mortgage or otherwise, so far as may be permitted by
7 the laws of the State of Idaho.

8 To acquire and carry on all or any part of the business or
9 property of any company engaged in a business similar to that
10 authorized to be conducted by this company, or with which this
11 company is authorized under the laws of this state to consolidate,
12 or whose stock the company under the laws of this state and the
13 provisions of this certificate is authorized to purchase, and to
14 undertake in conjunction therewith, any liabilities of any person,
15 firm, association or company described as aforesaid, possession
16 of property suitable for any of the purposes of this company, or
17 for carrying on any business with this company which this company is
18 authorized to conduct, and as for the consideration for same to pay
19 cash or to issue shares, stocks or obligations of this company.

20 To apply for, secure, acquire by assignment, transfer, purchase
21 or otherwise, and to exercise, carry out and enjoy any charter,
22 license, power, authority, franchise, concession, rights or privileges,
23 which any government or authority or any corporation or other public
24 body may be empowered to grant; and to pay for, aid in and to pay
25 for, aid in and contribute towards carrying the same into effect,
26 and to appropriate any of the company's shares of stock, bonds and
27 assets to defray the necessary costs, charges and expenses thereof.

28 To purchase, acquire, apply for, register, secure, hold, own,
29 or sell or otherwise dispose of, any and all copyrights, trade-
30 marks, trade names, distinctive marks, leases, options or royalties.

31 To apply for, bid in, secure, contract for, hire out and carry
32 out all kinds of investigations of properties, laboratory or other-

1 wise, and to construct or cause to be constructed, mills, processing
2 plants and reduction plants and any and all other objects needed for
3 the proper co-ordination of all and any livestock and ranching
4 activities in the State of Idaho, or in any other State, Territory
5 or Country and to accept payment for such services in cash or kind
6 or in any other legal and valuable kind of payment.

7 To purchase and otherwise acquire, own and hold unlimitedly
8 such real and personal property of every kind and description within
9 and without the State of Idaho, and in any part of the world,
10 suitable, necessary, useful and advisable in connection with any or
11 all of the objects hereinbefore or hereinafter set forth, and to
12 convey, sell, assign, transfer, lease, mortgage, pledge, exchange
13 or otherwise dispose of any of such property.

14 In the purchase or acquisition of property, business, rights
15 or franchises, or for additional working capital, or for any other
16 object in or about its business or affairs, and without limit as
17 to amount, to incur debt and to raise, borrow and secure the payment
18 of money in any lawful manner, including the issue and sale or other
19 disposition of bonds, warrants, debentures, obligations, negotiable
20 and transferable instruments and evidences of indebtedness of all
21 kinds, whether secured by mortgage, pledge, deed of trust or other-
22 wise.

23 To promote any individual company or companies for the purpose
24 of acquiring all or any of the property and liabilities of the
25 company, or for any other purpose, which may seem directly or
26 indirectly calculated to benefit the company.

27 To carry on any other business, whether manufacturing or
28 otherwise, which may seem to the company capable to being conven-
29 iently carried on in connection with its business or calculated
30 directly or indirectly to enhance the value of or render profitable
31 any of the company's property or rights.

32 The said corporation may perform any part of its business

1 outside of the State of Idaho, in any other State, Territories or
2 possessions of the United States and in foreign countries.

3 To do each and all things above set forth to the same extent
4 and as fully as natural persons might do or could do in the State
5 of Idaho, or in any other State, Country or place.

6 To do each and every thing necessary, suitable, useful or
7 advisable for the accomplishment of any one or more of said objects,
8 or which shall at any time appear to be conducive to or expedient
9 for the benefit of said corporation in connection therewith.

10 VI

11 The capital stock of this corporation shall be TWENTY FIVE
12 THOUSAND AND NO/100 (\$25,000.00) DOLLARS. There shall be 25,000
13 shares of the common stock of the par value of ONE DOLLAR each.

14 The capital stock shall all be of the same class and of the
15 same rights and voting power and with no preferences and will be
16 non-assessable without a special meeting of the stockholders and
17 only then when seventy five per cent (75%) of the stockholders
18 present vote in favor of the same.

19 The name and post office address of each of the incorporators
20 of this corporation and a statement of the number of shares sub-
21 scribed by each is as follows:

22	<u>NAMES</u>	<u>ADDRESSES</u>	<u>NUMBER OF SHARES</u>
23	Robert G. Isley	Salmon, Idaho	6,250
	Rose Isley	Salmon, Idaho	6,250
24	Mike Isley	Salmon, Idaho	6,250
25	Elnora B. Isley	Salmon, Idaho	6,250

26 IN WITNESS WHEREOF, We have hereunto set our hands this 17th
27 day of ^{November}~~April~~, 1962.

28
29 Robert G. Isley Mike Isley
30 Rose Isley Elnora B. Isley
31
32

1 STATE OF IDAHO

2 County of Lemhi--SS

3 On this ^{6th} ~~17th~~ day of ^{November} ~~April~~, 1962, before me, the undersigned,
4 a Notary Public in and for said state, personally appeared Robert
5 G. Isley, Rose Isley, Mike Isley and Elnora B. Isley, known to me
6 to be the persons whose names are subscribed to the within instru-
7 ment, and acknowledged to me that they executed the same.

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

11 _____
12
13 Notary Public for Idaho, Residing at Salmon, Idaho.
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