

**FILED/EFFECTIVE**

**ARTICLES OF INCORPORATION  
OF  
LARIAT RANCHES, INC.**

MAR 31 2000 09:00  
IDaho SECRETARY OF STATE  
CK: 944 CT: 129183-01: 384554  
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The undersigned, acting as incorporators 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 LARIAT RANCHES, INC.
- SECOND:** The period of the Corporation's duration is perpetual.
- THIRD:** The objects and purposes for which this Corporation may be incorporated under the transaction of any or all lawful business for which Corporation may be incorporated under the Idaho Business Corporation Act.
- FOURTH:** The capital stock of this Corporation shall consist of Ten Thousand (10,000) shares of nonassessable, common stock, with no par value.
- FIFTH:** No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the board of directors evidenced by a resolution duly passed at a regular meeting of the board or at a special meeting called for that purpose. Every shareholder who for any reason shall cease to be an officer or director, his personal representatives, legatees or assigns shall be required to offer in writing to sell to the board of directors the number of shares of the capital stock held by them to such person or persons as the board of directors shall designate by a resolution duly passed at and for the same sum per share as is determined by the parties to be the net worth of the corporation divided by the number of shares issued for the said corporation, or in such other manner for disposition of shares as my

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from time to time be agreed upon by the shareholders pursuant to an agreement governing purchase and sale of stock..

SIXTH: The location and post office address of the principal place of business of this Corporation in the State of Idaho shall be 2053 E. Fairview Ave., Meridian, Idaho 83642. The initial registered agent of this Corporation is Mark Rader wh whose address is 1979 Tablerock Rd., Boise, Idaho, 83712.

SEVENTH: The business of this Corporation shall be managed and conducted by a Board of Directors of initially two (2) directors. The director shall be as follows:

<u>Name</u>	<u>Address</u>
Lee Woodbury	4365 N. Ten Mile Rd. Meridian, Idaho 83642
Dee Pickett	17918 Chicken Dinner Rd. Caldwell, Idaho 83607

The name and post office address of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Lee Woodbury	4365 Ten Mile Rd. Meridian, Idaho 83642
Dee Pickett	17918 Chicken Dinner Rd. Caldwell, Idaho 83607

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30 day of  
March, 2000.

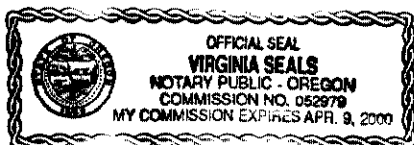
Lee Woodbury  
Dee Pickett

STATE OF OREGON           )  
  ) ss.  
County of Malheur        )

On this 30 day of March, 2000, before me, Virginia Seals  
the undersigned, a Notary Public in and for said state,  
personally appeared Lee Woodbury & Dee Pickett, known or identified to  
me to be the Incorporators of the corporation who executed the instrument, or the person  
who executed the instrument of behalf of said corporation, and acknowledged to me that  
such corporation 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.

(SEAL)



Virginia Seals  
Notary Public for Oregon  
Residing at Vald Oregon  
My Commission Expires 4-9-2000