

FILED EFFECTIVE
02/27 AM 9:07
SECRETARY OF STATE
STATE OF IDAHO

STATEMENT OF DOMESTICATION
OF

UNITED POTATO GROWERS OF AMERICA, INC.

Pursuant to the Idaho Entity Transactions Act Section 30-18-505, United Potato Growers of America, Inc. makes the following Statement of Domestication:

1. United Potato Growers of America, Inc. (the "Corporation") is a nonprofit corporation organized in Idaho.
2. The Corporation will be domesticated into Utah under the name United Potato Growers of America, Inc.
3. The domestication will become effective on the date of filing.
4. The Plan of Domestication was approved by the Board of Directors of the Corporation on June 20, 2007, and by the Members of the Corporation on June 20, 2007, in accordance with Title 30-18-501 et seq. of the Idaho Statutes.

IN WITNESS WHEREOF, the undersigned hereby executes this Statement of Domestication as of February 22, 2008.

UNITED POTATO GROWERS OF AMERICA, INC.

By: 

Lee Frankel, President

829544.1

IDAHO SECRETARY OF STATE
02/27/2008 05:00
CK: 3441 CT: 218331 BH: 1101642
1 @ 38.00 = 38.00 DOMESTICTN # 2
1 @ 28.00 = 28.00 EXPEDITE C # 3

Q158557