

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

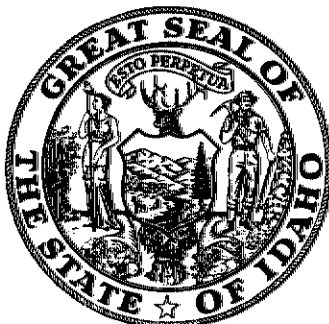
WESTERN FOOD MACHINERY, INC.

File number C 112234

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: October 4, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Herald*

ARTICLES OF INCORPORATION OF
WESTERN FOOD MACHINERY, INC.

OCT 4 9 42 AM '95
SECRETARY OF STATE
STATE OF IDAHO

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

I.

The name of the corporation is WESTERN FOOD MACHINERY, INC.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized is for the transaction of any and all lawful business as consultants, and sales of machinery, and any and all purposes for which corporations may be incorporated under this act.

IV.

The authorized capital stock of this corporation shall consist of 100,000 shares of common stock having a par value of FIVE CENTS (\$.05) per share and an aggregate par value of FIVE THOUSAND DOLLARS (\$5,000.00), fifty-one percent (51%) belonging to DIANE MARIE BROWN; and the remaining forty-nine (49%) belonging to MATHEW MARK BROWN; said shares shall be issued fully paid and shall not be subject to an assessment.

V.

The private property of the shareholders shall not be subject to the payment of corporate debts to any extent whatsoever. This corporation shall commence doing business

IDAHO SECRETARY OF STATE
9/28/95 9:00:00 AM
Customer # 28257
IVC960016186 16384
CORPORATION PROFIT

1 @ 100.00 = 100.00

THOUSAND DOLLARS (\$5,000.00) has been received as consideration for the issuance of capital stock.

VI.

The address of the initial register office of the corporation is 2096 S Fairway, Pocatello, ID, 83201, and the name of its initial registered agent at such address is MATHEW MARK BROWN.

VII.

This corporation shall have the power and authority to buy its own stock and hold the same as treasury stock or to sell or otherwise dispose of the same.

VIII.

The number of directors constituting the initial Board of Directors of this corporation is two (2). The name and address of that person who shall serve as director until his successor is elected and qualified is MATHEW MARK BROWN of 2096 S Fairway, Pocatello, Idaho, 83201.

IX.

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
DIANE MARIE BROWN	2096 S Fairway; Pocatello, ID 83201
MATHEW MARK BROWN	2096 S Fairway; Pocatello, ID 83201

X.

It is expressly provided and made a part of any contract of subscription to the stock of this corporation that every stockholder or shareholder of this corporation before selling any stock belonging to himself shall offer to sell the same to the corporation at the fair book value of said stock at the time such offer is made. In the event the corporation declines to purchase

such stock after being given said offer in writing, every shareholder and stockholder before selling any such stock shall offer the same to the remaining shareholders and stockholders at the fair book value of such stock at the time such offer is made. In case of disagreement of what the fair book value is at any such time, the matter in dispute shall be arbitrated. Any attempt of sale of any stock to a person or persons other than as heretofore expressed shall be void.

XI.

The right and power to amend, appeal, alter, rescind and adopt the By-Laws of this corporation and to adopt new By-Laws is expressly conferred upon the Board of Directors of this corporation as provided by statute.


Mathew Mark Brown
MATHEW MARK BROWN

Diane Marie Brown
DIANE MARIE BROWN

STATE OF IDAHO)
 : ss
County of Bingham)

On this 18th day of SEPT., 1995, before me personally appeared MATHEW MARK BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs: 6/96




NOTARY PUBLIC in and for the
State of Idaho, residing at
Blackfoot therein.

STATE OF IDAHO)
 : ss
County of Bingham)

On this 18th day of SEPT., 1995, before me personally appeared DIANE MARIE BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs: 6/96



NOTARY PUBLIC in and for the
State of Idaho, residing at
Blackfoot therein.