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State of Idaho

Department of State

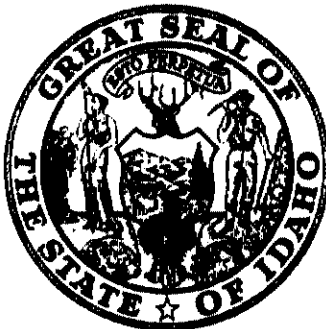
CERTIFICATE OF INCORPORATION OF

BAUM FARMS 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: January 6, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Angie Hoken

Corporation Clerk

ARTICLES OF INCORPORATION

OF

BAUM FARMS INC.

RECEIVED
SEC. OF STATE

92 JAN 6 AM 8 29

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act adopts the following articles of incorporation:

ARTICLE ONE

Corporate Name.

The name of the corporation is Baum Farms Inc.

ARTICLE TWO

Purpose.

The purposes of the corporation is to own operate, run, and manage the business of a potato and grain farm, to engage in the business of farming, and of producing, merchandising and preserving all kinds of farm, products, including seed potatoes and of cultivating, planting, growing harvesting shipping, buying and selling farm products and to carry on all other business incident thereto or connected therewith; and to do a general commission and broker's business in any or all of the foregoing produce. To engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE THREE

Duration.

The period of duration of the corporation is perpetual.

ARTICLE FOUR

Registered Office and Agent.

The address of the corporation's initial registered office in the State of Idaho is 1300 North 3800 East Hwy, 47, Ashton, Idaho 83420 The name of the corporation's initial registered agent at such address is Alan Orme Baum.

ARTICLE FIVE

Stock

This corporation is authorized to issue only one class of stock which shall be held of record by not more than 20 persons . Stock shall be issued and transferable only to natural persons who are not non resident aliens.

The total authorized number of stock is 100,000 shares all without par value.

ARTICLE SIX

Directors

The number of directors constituting the initial board of directors is two and the name and address of the person who is to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME

ADDRESS

Alan Orme Baum

P.O. Box 352 Ashton, Idaho 83420

R. Kent Baum

P.O. Box 328 Ashton, Idaho 83420

ARTICLE SEVEN

Incorporators

The name and address of the incorporator are:

NAME

ADDRESS

Alan Orme Baum

P.O. Box 352 Ashton, Idaho 83420

R. Kent Baum

P.O. Box 328 Ashton, Idaho 83420

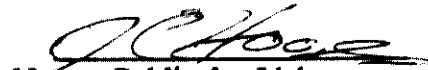
Executed in duplicate on the 20th day of December, 1991.


ALAN ORME BAUM


R. KENT BAUM

State of Idaho)
) ss.
County of Fremont)

On this 20th day of December in the year 1991, before me appeared Alan Orme Baum and R. Kent Baum, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.


Notary Public for Idaho
Residing at St. Anthony
My Commission expires