



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

**HOWARD TAYLOR & SONS, INC.**

was filed in the office of the Secretary of State on the 29th day of January A.D., One Thousand Nine Hundred seventy-five and ~~will be~~ ~~Aduly~~ recorded on ~~Film~~ ~~Microfilm~~ 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 Perpetual Existence from the date hereof, with its registered office in this State located at  
Idaho Falls, Idaho in the County of Bonneville

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 29th day of January, A.D., 19 75 .

Pete T. Cenarrusa  
Secretary of State.

\_\_\_\_\_  
Corporation Clerk.

ARTICLES OF INCORPORATION  
OF  
HOWARD TAYLOR & SONS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a resident of the United States of America, of legal age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and pursuant thereto, we hereby certify as follows:

ARTICLE I

The name of this corporation shall be HOWARD TAYLOR & SONS, INC.

ARTICLE II

The purposes for which this corporation is organized are as follows:

(a) To conduct and carry on a farming operation for the raising of agricultural products; to conduct and carry on a ranching operation for the grazing and rearing of horses, cattle, and other animals; to buy and sell on commission or otherwise, at wholesale or retail, all kinds of farm produce and all kinds of horses, cattle or other animals.

(b) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage, and/or convey any rights, privileges, franchises on or to real or personal property.

(c) In the purchase or acquisition of property, business

rights, licenses or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable or transferable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, Deed of Trust, or otherwise.

(d) To sue and be sued, appear and complain and defend in any court of law and equity or before any Board, Commission or Tribunal.

(e) To employ persons and to appoint such officers, employees and agents as the business of the corporation may require and to allow such employees, officers and/or agents compensation, and from time to time to provide and carry out and recall, abolish, revise, amend, alter or change a plan or plans for the participation by all of any of the employees, including directors and officers of the corporation or of any corporation in which or in the welfare of which the corporation has any interest, and those actively engaged in the conduct of the corporation's business, in the profits of the corporation or of any branch or division thereof, as part of the corporation's legitimate expense, and for the furnishing to said employees and persons or any of them, at the corporation's expense, of medical services, insurance against accident, sickness or death, pensions during old age, disability or unemployment, education, housing, social services, recreation or other similar aids for their relief or general welfare, in such manner and upon such terms and

conditions as may be determined by the Board of Directors.

(f) To acquire and carry on all or any part of the business or property of any corporation engaged in a business similar to that authorized to be conducted by this corporation, and to undertake, in conjunction therewith, any liability of any person, firm, association or corporation described as aforesaid, possession of property suitable for any of the purposes of this corporation, or for carrying on any business which this corporation is authorized to conduct.

(g) To enter into partnership or into any arrangement for sharing of profits, union of interests, co-operation, joint adventure, reciprocal concession or otherwise, with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which the company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit the company; and to lend money to, guarantee the contracts of, or otherwise assist any such person or company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold, reissue, with or without guaranty, or otherwise deal with the same.

(h) To do all things necessary, essential, convenient or proper for the accomplishment of any and all of the afore-mentioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

### ARTICLE III

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as Idaho Falls, Idaho.

### ARTICLE IV

The corporation shall have perpetual existence.

### ARTICLE V

The amount of the total authorized capital stock of this corporation is Five Hundred Thousand (\$500,000.00) Dollars divided into Five Hundred (500) shares of common capital stock with equal voting rights of the par value of One Thousand (\$1,000.00) each.

Such stock is and shall remain non-assessable.

### ARTICLE VI

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

### ARTICLE VII

The Directors, by a two-thirds (2/3) vote, may repeal, amend, and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by a two-thirds (2/3) vote of the outstanding shares. By-Laws amended, repealed and/or adopted by two-thirds (2/3) of the outstanding shares, cannot thereafter be repealed, amended and/or adopted by the Directors.

### ARTICLE VIII

The amount of capital stock actually subscribed by the persons whose residences are hereinafter set forth appear opposite the names of the said persons as follows, to-wit:

NAME	ADDRESS	AMOUNT OF STOCK SUBSCRIBED
Howard F. Taylor	P.O. Box 532 Shelley, Idaho, 83274	1

William H. Taylor	Box 305, Route 5 Idaho Falls, Idaho, 83401	1
Lyman Kent Taylor	Box 301, Route 5 Idaho Falls, Idaho, 83401	1
Carl B. Taylor	Box 302, Route 5 Idaho Falls, Idaho, 83401	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals in triplicate originals this 1st day of January, 1975.

Howard F. Taylor  
HOWARD F. TAYLOR

William H. Taylor  
WILLIAM H. TAYLOR

Lyman Kent Taylor  
LYMAN KENT TAYLOR

Carl B. Taylor  
CARL B. TAYLOR

State of Idaho       )  
                          ) ss  
County of Jefferson )

On this 28th day of January, 1975 before me, the undersigned, personally appeared Howard F. Taylor, William H. Taylor, Lyman Kent Taylor and Carl B. Taylor known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal the day and year first above written.

[Signature]  
Notary Public in and for the State  
of Idaho, Residing at Rigby, Idaho  
My Commission Expires: 3-26-78

(seal)