

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

CHERRY HILLS, INC.

was filed in the office of the Secretary of State on the **19th** day
of **March** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **102** 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

Caldwell

in the County of

Canyon

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 **19th** day of **March**,
A.D., 19**58**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

CHERRY HILLS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I.

The name of this corporation is: Cherry Hills, Inc.

II.

The purposes for which this corporation is formed are:

(a) To engage in a general farming and farm operation business.

(b) To acquire, own and operate farms and farming properties of every kind and nature and wherever situated, and to conduct all phases of farming operations.

(c) To conduct the business of purchasing, raising, feeding and selling livestock and animals of any type and description.

(d) To carry on the business of slaughtering livestock and animals of every type and description for the purpose of food, and to dispose of the products thereof; and to purchase, sell and deal in meats, provisions and all classes of produce and packing house products.

(e) To purchase, acquire, own, sell, market (either as principal or agent) or dispose of farm crops, farm produce, dairy products, poultry products, fruit, vegetables, livestock and meat of every kind and description.

(f) To establish and operate warehouses for the storage of any commodity and all type of goods, wares and merchandise, including cold storage, refrigeration and food preservation and processing facilities.

(g) To establish, maintain and conduct merchandising activities of every kind or nature through which goods, wares and merchandise of every kind and description are bartered, exchanged, sold or dealt in.

(h) To purchase, acquired, own, hold, lease (either as lessor or as lessee), sell, exchange, subdivide, mortgage, and generally operate any real or personal property of any and every kind or description, within or without the State of Idaho, necessary, suitable or useful in connection with any of the objects or purposes herein set forth.

1 (i) To construct and erect buildings or structures upon
2 and to improve and maintain any and all real property owned, leased
3 or held by this corporation; and to equip, improve and generally
4 operate any and all personal property owned by this corporation.

5 (j) To purchase, hold, sell and transfer the shares of
6 its own capital stock; provided, it shall not use its funds or
7 property for the purchase of its own shares of capital stock when
8 such use would cause any impairment of its capital; and provided
9 further that the shares of its own capital stock owned by it shall
10 not be voted upon directly or indirectly.

11 (k) To enter into, make, perform and carry out contracts
12 of every sort and kind which may be necessary or desirable for the
13 furtherance of the business of this corporation, with any persons,
14 firms, corporation, associations, any state, territory, or munic-
15 ipality of the United States or any foreign country, government or
16 body politic.

17 (l) To acquire, and hold all or any part of the capital
18 stock, assets or good will of any business, of any person, firm,
19 association or corporation engaged in any business in whole or in
20 part similar to that of this corporation, consistent with the ob-
21 jects and purposes of this corporation, and to hold, utilize and
22 in any manner dispose of the whole or any part of the stock, assets,
23 good will and rights so acquired and to conduct in any lawful manner
24 in whole or in part any business so acquired, and to undertake or
25 assume the whole or any part of the obligations or liabilities of
26 any person, firm, association or corporation engaged in the business
27 so acquired.

28 (m) To adopt, apply for and register, purchase, lease
29 or otherwise acquire and to use, maintain and protect and to sell,
30 assign or grant licenses or other rights in respect or any trade
31 marks, trade names, patents, patent rights, copyrights, inventions,
32 formulas, processes and rights analogous thereto.

33 (n) To borrow money for any purposes of this corporation,
34 without limit as to amount, and to issue bonds, debentures, notes
35 or other evidences of indebtedness, secured or unsecured, of this
36 corporation for the moneys so borrowed, or in payment for property
37 acquired, or for any other objects or purposes of this corporation,
38 or in connection with its business; to secure payment of such deb-
39 entures, notes or other obligations by Mortgages or Deeds of Trust
40 or pledges or other liens upon any or all of the property of this
41 corporation wheresoever situated.

42 (o) To purchase, subscribe for, or otherwise acquire and
43 own, hold, use, sell, assign, transfer, mortgage, pledge, exchange,
44 or otherwise dispose of personal property of every kind and descrip-
45 tion including shares of stock, bonds, debentures, notes, evidences
46 of indebtedness, and other securities, contracts, or obligations of
47 any corporation or corporations, association or associations, domes-
48 tic or foreign, and to pay therefor in whole or in part in cash or
49 by exchanging therefor stocks, bonds, or other evidences of indebted-
50 ness or securities of this or any other corporation, and while the
51 owner or holder of any such personal property, stocks, bonds, deben-
52 tures, notes, evidences of indebtedness or other securities, contracts
53 or obligations, to receive, collect, and dispose of the interest,
54 dividends and income arising from such property, and to possess and
55 exercise in respect thereof, all the rights, powers and privileges of
56 ownership, including all voting powers on any stocks so owned.

(p) To carry out all or any part of the foregoing objects, or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

(q) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America, and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho.

(r) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

III

The period of existence and the duration of the life of this corporation shall be perpetual.

IV

The location and post office address of the registered office of this corporation in the State of Idaho shall be Route #6, Caldwell, in the County of Canyon, State of Idaho.

V

This corporation is authorized to issue one class of shares of its capital stock to be designated as "Common Stock". The total number of shares of common stock which this corporation shall be authorized to issue is 1000. The aggregate par value of the common capital stock of this corporation shall be \$100,000.00; and the par value of each share of said common capital stock shall be \$100.00.

VI

The names and post office addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of these incorporators are as follows:

NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
Darwin Symms	Route #6, Caldwell, Idaho	One
Irene Symms	Route #6, Caldwell, Idaho	One
R. Doyle Symms	Route #6, Caldwell, Idaho	One
Myrtle Symms	Route #6, Caldwell, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of 21 years and is a citizen of the United States of America.

VII

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

VIII

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation have executed these Articles of Incorporation this 18th day of March, 1958.

Darwin Symms
Darwin Symms

Irene Symms
Irene Symms

R. Doyle Symms
R. Doyle Symms

Myrtle Symms
Myrtle Symms

STATE OF IDAHO)
County of Canyon) ss.

On this 18th day of March, 1958, before me, the undersigned, a Notary Public in and for said State, personally appeared DARWIN SYMMS, IRENE SYMMS, R. DOYLE SYMMS and MYRTLE SYMMS, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of twenty-one years and were each citizens of the United States of America.

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

Wm. J. Gray, Jr.
Notary Public for Idaho,
Residing at Caldwell, Idaho.