## State of Idaho

## **Department of State**

CERTIFICATE OF INCORPORATION OF

LOS REYES FOODS, 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: April 15, 1994



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## ARTICLES OF INCORPORATION

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SECRETARY OF STATE

LOS REYES FOODS. INC.

under the Idaho Business Corporation Act, adopt the following

Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Los Reyes Foods, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including but not by way of limitation the purpose of manufacturing and selling wholesale tortillas and other food products.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 8,000 shares with a par value of \$10.00.

FIFTH: When the board of directors determines to increase the number of shares of stock of the corporation, any increase therein or portion thereof, shall be first offered, at par, prorata to the stockholders who may subscribe for such stock.

SIXTH: The address of the initial registered office of the corporation is 2622 Cleveland Boulevard, Caldwell, Idaho 83655, and the name of its initial registered agent at such address is Lucio Prado.

SEVENTH: The number of directors constituting the initial

ARTICLES OF INCORPORATION Page 1 041394mw Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until a successor is elected and shall qualify are:

Lucio Prado 4530 Vermillion Boise, Idaho 83704 Deborah A. Reinhardt 2725 NW 12th Meridian, Idaho 83642

<u>FIGHTH:</u> The name and address of the incorporator is Lucio Prado, at the address described above.

NINTH: Amendment of the By-Laws of the corporation by the Board of Directors shall require majority approval of those directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

TENTH: The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

ELEVENTH: The Articles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

DATED this  $\frac{\sqrt{3}}{}$  day of April, 1994.

Lucio Prado

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