State of Idaho

GREAT SEAL OF THE STATE OF IDAHO

ESTO PERPETUA

Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

BENDELE FARMS, INC.

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **November,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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 **Rupert** in the County of **Minidoka**

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 **November** , A.D., 19 **61** .

Secretary of State.

Domestic

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF BENDELE FARMS, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age, citizens of the United States and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby create a body corporate and certify:

FIRST: That the name of said corporation is, and shall be, BENDELE FARMS, INC.

SECOND: That the purposes for which said corporation is formed are as follows:

(a) To acquire farm properties and other real estate, by purchase, lease or otherwise, to improve and develop the same and thereon to plant, sow, cultivate and harvest grains, hay, forage, vegetables, fruit, flowers and all kinds of farm produce and products of the soil. To exhibit, breed, raise, buy, pasture, prepare for market, sell, and deal in livestock of all kinds. To acquire and maintain elevators, warehouses, shops, and stores, and all other conveniences and equipment suitable for the vending of its products. In general, to conduct in all their several departments and branches, the business of armers, dairymen, stock raisers, and gardeners, and to do everything incidental or conducive to the full accomplishment of the foregoing objects.

(b) To acquire by purchase, lease or otherwise, lands of any and every description and leasehold estates and other interests therein; to improve and hold lands for investment purposes; to construct improvements upon lands owned by the corporation or held under leasehold or otherwise; to deal in lands, buying, and selling real property of any description; to deal in leasehold estates and other estates in land less than the fee thereof; to sublet real property of every kind and character, and to relet and underlet any and all such real property; to engage in the business of subdividing lands and to hire, buy, sell and deal in any and all classes of real property and improvements thereon and interests therein;

(c) To buy, sell and deal in securities of every description, including mortgages, bonds, debentures, promissory notes, commercial paper and securities of other classes; to buy, sell and generally deal in stocks and bonds, or either or both issued by this corporation for stocks, bonds or other securities issued by other corporations or for real or personal property of any kind.

(d) To engage, generally, in the business of financing any lawful enterprise in any lawful way;

(e) To borrow and lend money, to create bonded indebtedness and to transfer any or all of the property, real or personal of the corporation in trust, or to mortgage such property, secure bonded indebtedness; to issue debentures and to secure the same by the pledge or transfer in trust of any personal property of the corporation or any interest in real property held by the corporation;

(f) To hold for investment purposes securities of any and every description in whatsoever manner acquired; to exchange any real or personal property including corporate shares of other corporations or bonds or other obligations thereof; and to generally deal in any and all classes of real or personal property hereinbefore mentioned;

(g) To guarantee the bonded indebtedness or preferred shares or obligations of any character or other securities of other corporations or of individuals; to utilize any securities issued or owned by this corporation for the purpose of securing any indebtedness or obligations of this corporation, or guarantees entered into by this corporation;

(h) To generally engage in any business which to the Board of Directors may seem proper in furtherance of any of the objects hereinbefore mentioned, to all intents and purposes and to the same extent and in the same manner and to the same effect as in the case of an individual;

(i) To enter into any kind of contract or agreement, cooperative or profit-sharing plan with its officers or employees that the corporation may deem advantageous or expedient or otherwise to reward or pay such persons for their services as the directors may deem fit.

THIRD: That the place where the principal business of said corporation is to be transacted is the City of Rupert, County of Minidoka, State of Idaho.

FOURTH: That the term for which said corporation is to exist is perpetual.

FIFTH: That the number of directors of said corporation shall be three and that the names and addresses of the directors who are appointed for the first year and to serve until the election of such officers are as follows:

Walter J. Bendele------------------Route 3, Rupert, Idaho
Shirley I. Bendele-----------------Route 3, Rupert, Idaho
Thomas R. Bendele------------------Route 3, Rupert, Idaho

SIXTH: That this corporation is authorized to issue only one class of shares of stock, the total number of which is one hundred (100) shares without nominal or par value. Such stock may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the board of directors thereof.

SEVENTH: That the capital stock which has actually been subscribed is three shares and the following named are the incorporators by whom the same has been subscribed:

Walter J. Bendele-----------------Route 3, Rupert, Idaho
Kenneth D. Pennington-------------1501 Hansen Ave.,Burley, Idaho
Lawrence H. Duffin----------------920 10th St., Rupert, Idaho

EIGHTH: That the corporation will begin business with a stated capital of Five Hundred & No/100 Dollars ($500.00). That the corporation will carry on business with a stated capital consisting of the aggregate of the amount received by it as a consideration for the issuance of its shares with no nominal or par value and such additional amounts as from time to time may, by resolution of the Board of Directors, be transferred thereto.

NINTH: That these Articles of Incorporation may be amended or the capital stock increased or diminished or the name of the corporation changed or the principal place of business changed in the manner prescribed by law, and in the absence of any provision of law governing such matters or any of them, then the consent of the holders of three-fourths of the capital stock of the corporation issued and outstanding at the time shall be sufficient authorization.

IN WITNESS WHEREOF, said incorporators have hereunto set their hands this 28th day of November, 1961.

Walter J Bendele

Walter J. Bendele

Kenneth D. Pennington

Kenneth D. Pennington

Lawrence H. Duffin

Lawrence H. Duffin

STATE OF IDAHO)
) ss.
County of Minidoka)

On this 28th day of November, 1961, before me the undersigned Notary Public in and for the said County, residing therein, duly commissioned and sworn, personally appeared Walter J. Bendele, Kenneth D. Pennington and Lawrence H. Duffin, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Lois E. Stephens

Notary Public
Residing at Rupert, Idaho
My Commission Expires 12-1-61

(Seal)