

FILED

ARTICLES OF INCORPORATION

of

**LOVELAND DAIRY, INC.**

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

Loveland Dairy, Inc.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of operating and managing a dairy and any or all other lawful business and purpose for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 10,000 shares, all of one class, for a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation is:

IDAHO SECRETARY OF STATE

01/03/2000 09:00  
CK: 12607 CT: 2552 BH: 276868

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Michael J. Loveland  
662 Sand Creek Road  
St. Anthony, Idaho 83445

6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:

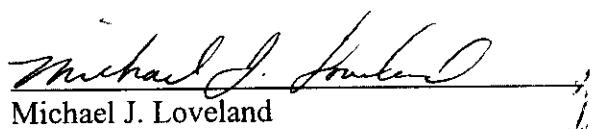
<u>Name</u>	<u>Address</u>
Michael J. Loveland	662 Sand Creek Road St. Anthony, Idaho 83445
Norese Loveland	662 Sand Creek Road St. Anthony, Idaho 83445

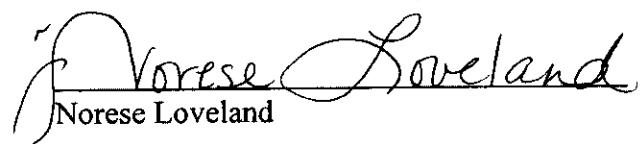
7. Incorporators.

The name and address of the incorporators:

<u>Name</u>	<u>Address</u>
Michael J. Loveland	662 Sand Creek Road St. Anthony, Idaho 83445
Norese Loveland	662 Sand Creek Road St. Anthony, Idaho 83445

DATED: December 30, 1999

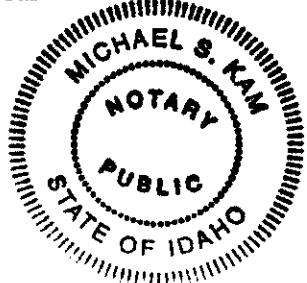
  
Michael J. Loveland

  
Norese Loveland

STATE OF IDAHO, )  
ss.  
County of Madison )

On this 30<sup>th</sup> day of December, 1999, before me, the undersigned a Notary Public in and for said State, personally appeared Michael J. Loveland and Noreese Loveland, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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



Michael S. Kam  
Notary Public for Idaho  
Residing at Rexburg, Idaho  
My Commission Expires 6-8-2004