

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

THOMPSON, ET AL, INC.

was filed in the office of the Secretary of State on the *23rd* day of *March* A.D., One Thousand Nine Hundred *seventy-six* and ~~will be~~ recorded on ~~Film No.~~ *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 *Moscow, Idaho* in the County of *Latah*

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 *23rd* day of *March*, A.D., 19 *76*.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

1 ARTICLES OF INCORPORATION

2 OF

3 THOMPSON, et al, INC.

4
5 KNOW ALL BY THESE PRESENTS:

6 That we, the undersigned, all being bona fide natural born
7 citizens of the United States of America, over the age of twenty-
8 one years, do, under and in pursuance of the general corporation
9 laws of the State of Idaho, hereby organize, constitute and asso-
10 ciate ourselves, and such other persons as may hereafter become asso-
11 ciated with us, into a body politic and corporate, and to that end
12 execute the following ARTICLES OF INCORPORATION, and we hereby set
13 forth and declare as follows:

14 I.

15 That the name of this corporation is, and shall be, THOMPSON,
16 et al, INC.

17 II.

18 That the period of existence of this corporation shall be per-
19 petual.

20 III.

21 That the location of the principal office for the transaction
22 of the business of this corporation shall be Moscow, Latah County,
23 Idaho.

24 IV.

25 In furtherance, and not in limitation of the general powers
26 conferred by the laws of the State of Idaho, this corporation shall
27 have the following objects, purposes and powers:

28 To purchase and sell farms and to engage in the business of
29 farming, and of producing, merchandising, and preserving all kinds
30 of farm and dairy products, and of planting, cultivating, growing,
31 harvesting, cleaning and assorting, packing, boxing, shipping, buy-
32 ing, and selling, at wholesale and retail, all kinds of farm and

1 dairy products, and to carry on all other business incident thereto
2 or connected therewith;

3 To engage in a general livestock and ranching business, both
4 on its own account and as agents; to agist, feed, range, graze,
5 manage, herd, control, brand, care for, purchase, market, and sell
6 livestock of every kind, both on its own account and as agents for
7 other persons or corporations; to buy, sell and deal in all classes
8 and description of livestock; to buy, lease, cultivate, manage,
9 operate, and sell ranch property and products therefrom both on its
10 own account and as agents for other persons or corporations.

11 To purchase, own, improve, equip, operate and manage farms and
12 engage in any agricultural pursuit or undertaking.

13 To conduct and carry on the business of buying, selling, and
14 dealing in all kinds of grain, hay, or other farm produce, and farm
15 products, livestock, and provisions.

16 To breed, raise, import, export, and deal in cattle, hogs,
17 poultry and livestock of all kinds, and to carry on a general cattle
18 and grazing business, purchasing or acquiring, and selling or other-
19 wise disposing of the stock, supplies, equipment, accessories,
20 appurtenances, products and by-products, of said business.

21 To purchase or in anywise acquire for investment or for sale or
22 otherwise, land, contracts for the purchase or sale of lands, build-
23 ings, improvements, and any other real property of any kind or
24 tenure or any interest therein; and as the consideration for same to
25 pay cash or to issue the capital stock, debenture bonds, mortgage
26 bonds, or other obligations of the corporation; and to sell, convey,
27 lease, mortgage, hypothecate, give deeds of trust, or otherwise deal
28 with all or any part of the property of the corporation; and to deal
29 generally in the development of commercial and residential real pro-
30 perty.

31 To manage, improve, develop, and otherwise deal with any land
32 or contracts for purchase or sale of lands acquired by the corpora-

1 tion, or in which the corporation is interested, and improving the
2 same by laying out and preparing the same for building purposes,
3 constructing, altering, and improving buildings thereon, and by plant-
4 ing, paving, draining, irrigating, cultivating, letting on building
5 lease or building agreement, and by advancing money to, making sub-
6 scriptions for, and entering into contracts and arrangements of all
7 kinds with buildings, tenants, and others.

8 To purchase, improve, develop, lease, exchange, sell, dispose
9 of, and otherwise deal in and turn to account, real estate; to pur-
10 chase, lease, build, construct, erect, occupy, and manage buildings
11 of every kind and character whatsoever; to finance the purchase,
12 improvement, development, and construction of land and buildings
13 belonging to or to be acquired by this corporation, or any other
14 person, firm or corporation.

15 To acquire by purchase or lease, or otherwise, lands and interests
16 in lands and to own, hold, improve, develop, and manage any real
17 estate so acquired by the corporation, buildings or other structures
18 with their appurtenances, and to rebuild, enlarge, alter, or improve
19 any buildings or other structures now or hereafter erected on any
20 land so owned, held, or occupied, and to mortgage, hypothecate, sell,
21 lease or otherwise dispose of any lands or interest in lands and in
22 buildings or other structures, and any stores, shops, suites, rooms,
23 or parts of any buildings or other structures at any time owned or
24 held by the corporation.

25 To operate any merchandising business; buying and selling manu-
26 factured goods and producing goods for sale; to buy, lease and rent
27 buildings for the operation of such a business; to assume all finan-
28 cial responsibilities in connection with such a business; and to en-
29 gage in any other acts reasonably related to operating a merchandi-
30 sing business.

31 To engage in the general logging and lumber business, including,
32 but without limitation, the manufacture and sale of lumber and lum-

1 ber products of all kinds; to engage in timber management, harvesting
2 of timber, reforestation and any other act or thing incidental or
3 related to timber and logging.

4 To acquire, hold, own, use, lease, let, mortgage, hypothecate,
5 pledge, sell or otherwise dispose of real or personal property what-
6 soever that may be reasonably necessary for the purpose of carrying
7 into effect any one or more of the objects of this corporation.

8 To make and enter into all necessary contracts and agreements,
9 to borrow money, to lend money, to evidence the indebtedness of the
10 corporation by notes, bonds, or other instruments and to secure the
11 same by pledge, mortgage, trust deed or other instruments and to do
12 all acts, and to make, execute and deliver all necessary instruments
13 for the carrying out of the purposes of this corporation; to acquire
14 and own the stock, bonds and securities of other corporations while
15 owning the same to exercise all the privileges of ownership consis-
16 tent with the corporate character of this corporation.

17 To act either as, or by and through principals, agents, attor-
18 neys, trustees, contractors, factors, lessors, lessees or otherwise,
19 either alone or in connection with others; to do any and all things
20 convenient and incidental to the purposes herein expressed, and
21 generally to have and exercise all powers as are by law conferred on
22 corporations of like character, without in any particular limiting
23 any of the powers or purposes of the corporation, and in connection
24 with its objects to do any and all things and to exercise any and
25 all powers not prohibited by law.

26 V.

27 That the total authorized amount of the capital stock of this
28 corporation is Five Hundred Thousand Dollars (\$500,000.00), which
29 shall be divided into Five Thousand (5,000) shares of common stock,
30 the par value of each share shall be One Hundred Dollars (\$100.00),
31 and such stock shall be non-assessable.
32

VI.

That the name and post office address of each of the incorporators and the number of shares for which each subscribed is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
Eugene Thompson	Route 1, Box 56, Moscow, Idaho 83843	1
JoAnn C. Thompson	Route 1, Box 56, Moscow, Idaho 83843	1
Paulette T. Crowley	Troy, Montana	1
Patricia T. Lowe	2105 Bideford Dr. S.W., Huntsville, Alabama	1
Theodore C. Thompson	Rt. 1, Box 55, Moscow, Idaho 83843	1

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the Corporation Laws of the State of Idaho, do make and file these articles, hereby declaring and certifying that the facts herein are true, and do respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly have hereunto set our hands and seals this 28 day of JAN, 1976.

Eugene Thompson
Eugene Thompson

JoAnn C. Thompson
JoAnn C. Thompson

Paulette T. Crowley
Paulette T. Crowley

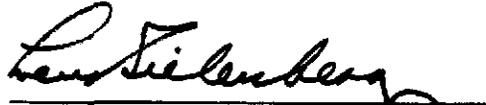
Patricia T. Lowe
Patricia T. Lowe

Theodore C. Thompson
Theodore C. Thompson

1 STATE OF IDAHO)
2 County of Latah) ss.

3 On this 16th day of January, 1976, before me, the under-
4 signed, a Notary Public in and for said State, personally appeared
5 EUGENE THOMPSON, JOANN C. THOMPSON and THEODORE C. THOMPSON, known
6 to me to be the persons whose names are subscribed to the within
7 instrument, and acknowledged to me that they executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and notarial
9 seal on the date last above written.

10
11 
12 Notary Public for Idaho,
13 Residing in Latah County.

14 STATE OF MONTANA)
15 County of Lincoln) ss.

16 On this 6th day of February, 1976, before me, the under-
17 signed, a Notary Public in and for said State, personally appeared
18 PAULETTE T. CROWLEY, known to me to be the person whose name is sub-
19 scribed to the within instrument, and acknowledged to me that she
20 executed the same.

21 IN WITNESS WHEREOF, I have hereunto set my hand and notarial
22 seal on the date last above written.

23 
24 Notary Public for Montana,
25 Residing in Lincoln County.

26 STATE OF ALABAMA)
27 County of Madison) ss.

28 On this 28 day of JAN, 1976, before me, the under-
29 signed, a Notary Public in and for said State, personally appeared
30 PATRICIA T. LOWE, known to me to be the person whose name is sub-
31 scribed to the within instrument, and acknowledged to me that she
32 executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial
seal on the date last above written.


Notary Public for Alabama,
Residing in Madison County.

"My Commission Expires 4-1-77"