

State of Idaho



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

CRATER BARS, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day of **October** A.D. One Thousand Nine Hundred **SIXTY-five** and ~~will be~~ **will be** duly recorded on ~~film~~ **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

Boise,

in the County of

Cassia.

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 **28th** day of **October**, A.D., 19**65**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 CRATER FARMS, INC.

4 KNOW ALL MEN BY THESE PRESENTS:

5 That the undersigned, Robert C. Weaver, Sr., Robert
6 C. Weaver, Jr., Ronald Lowe, and Willard Bell, all residents of
7 the State of Idaho, each and all citizens of the United States of
8 America, and each and all of the age of majority, do hereby
9 associate themselves together for the purpose of forming a corpora-
10 tion under the laws of the State of Idaho, and to that end do hereby
11 adopt and execute the following Articles of Incorporation, and do
12 hereby certify and declare:

13 ARTICLE I.

14 That the name of said corporation is and shall be
15 "CRATER FARMS, INC."

16 ARTICLE II.

17 That said corporation is formed for the following
18 purposes:

19 a. To purchase, own, improve, equip, operate and
20 manage farms and engage in any agricultural pursuit or undertaking.

21 b. To engage in a general livestock dairy, and ranch-
22 ing business, both on its own account and as agent; to agist, feed,
23 range, graze, manage, herd, control, brand, care for, purchase,
24 market, and sell livestock of every kind, both on its own account
25 and as agent for other persons or corporations, buy, lease,
26 cultivate, manage, operate, sell ranch properties and products
therefrom on both its own account and as agent for other persons
or corporations.

27 c. To purchase, raise, import, export and deal in
28 cattle and livestock of all kinds and to carry on a general cattle

1 sheep, hog, poultry, or any other manner of livestock, animal
2 or grazing business; purchasing or acquiring, and selling or
3 otherwise disposing of stocks, supplies, equipment, accessories,
4 appurtenances, products and by-products of said business.

5 d. To engage, maintain and operate a meat processing
6 plant or plants for slaughter, packing and packaging, and process-
7 ing in all ways, of meat products and feedstuffs of all and every
8 kind, type or name.

9 e. To carry on the business of a general warehouseman
10 particularly to carry, maintain and conduct and operate dry
11 storage warehouses, bonded warehouses and common warehouses for
12 the storage of merchandise, machinery, furniture, farm products
13 and all other products and manufactures and chattels and
14 effects, of all kinds, both of foreign and domestic production
15 and manufacture.

16 f. To receive, acquire, hold, purchase, dispose of,
17 convey, mortgage and/or lease, real and personal properties; to
18 dispose of, sell, lease, sign, transfer, mortgage and/or convey
19 any rights, privileges, franchise of being a corporation, and
20 to acquire, purchase, guarantee, hold, mortgage, own, vote, sell,
21 pledge and/or otherwise dispose of and deal in shares, bonds,
22 securities and debentures and other evidences of indebtedness of
23 its own and of other corporations, domestic or foreign.

24 g. To conduct business in this state, other states,
25 District of Columbia, territories and colonies of the United
26 States and in foreign countries, and to have one or more offices
27 and places of business out of this state, and to acquire, receive,
28 hold, purchase, lease, mortgage, dispose of, and/or convey real
and personal property situate out of this state.

h. To enter into, make, perform and carry out contracts,
of every kind and for any lawful purpose, without limit as to
amount, with any person, firm, association, corporation, municipality,

1 state or government, or any subdivision, district or department
2 thereof.

3 i. To carry on any other lawful business whatsoever
4 in connection with the foregoing or which is calculated directly
5 or indirectly to promote the interest of the corporation or to
6 enhance the value of its properties and to have and exercise all
7 right, powers and privileges which are now or may hereafter be
8 conferred by the State of Idaho upon corporations; to execute
9 from time to time general or special powers of attorney to persons,
10 firms, associations or corporations and to revoke same as and
11 when the Board of Directors may determine; and to do any or all
12 of the things herein set forth to the same extent as natural
13 persons might or could do.

14 j. Any and all of the rights, powers, privileges or
15 restrictions in these Articles of Incorporation granted and con-
16 tained, conferred or imposed may be enlarged, amended, altered,
17 changed in any manner and to any extent, or repealed by articles
18 of amendment made, executed, authorized by the laws of the State
19 of Idaho.

20 k. To do any and all such other acts, things, business
21 or businesses in any manner connected with or necessary, inciden-
22 tal, convenient, or auxiliary to any of the objects hereinbefore
23 enumerated, or calculated, directly or indirectly to promote the
24 interest of the corporation and to carry on its purpose, or for
25 the purpose of attaining or furthering in any of its businesses.

26 l. To lend money and negotiate loans; to draw, accept,
27 endorse, discount, sell and deliver bills of exchange, promissory
28 notes, bonds, obligations, securities of any government or
authority or company, to form, promote, subsidize and assist
companies, firms, and partnerships of all kinds; to act as
surety and guarantor in any and all types of engagements, includ-
the power to execute, endorse and deliver contracts and to

1 guarantee the prompt and faithful performance and payment of
2 debts, notes, and agreements, contracts and undertakings of any
3 other person, firm, partnership or corporation; and including
4 also the power to act as an accommodation co-maker or guarantor
5 of obligations either as a primary or secondary obligor; to
6 enter into any arrangements with any authorities, municipal,
7 local or otherwise, conducive to the company's objects or any of
8 them, and to obtain from any such government or authority any
9 rights, privileges and concessions which the company may think it
10 desirable to obtain, and to carry out, exercise and comply with
11 any such arrangement, right, privileges, and concessions. Generally,
12 to carry on and undertake any business, undertaking, transaction,
13 or operation commonly carried on or calculated directly or
14 indirectly to enhance the value of, or render profitable, any of
15 the company's property or rights.

16 m. The several clauses contained in this statement of
17 purposes shall be construed, as both purpose and powers, and the
18 statements contained in each clause shall, except where otherwise
19 expressed, be in no way limited or restricted by reference to or
20 inference from the terms of any other clause, but shall be
21 regarded as independent purposes and powers.

22 ARTICLE III.

23 That the location and post office address of the
24 corporation shall be at Box 134, Declo, Cassia County, State of
25 Idaho.

26 ARTICLE IV.

27 That, subject to dissolution in the manner provided
28 by law, the duration of this corporation shall be perpetual.

ARTICLE V.

That the amount of the authorized stock of said corpora-
tion shall be \$25,000.00, divided into 2,500 shares of common
stock of the par value of \$10.00 per share.

1 ARTICLE VI.

2 That the names and post office address of each of the
3 incorporators and the number of shares subscribed by each is as
4 follows:

5 <u>NAME OF INCORPORATORS</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>
6 Robert C. Weaver, Sr.	Mayall Apartments Burley, Idaho	1.
7 Robert C. Weaver, Jr.	Arco, Idaho	1
8 Ronald Lowe	Box 596 Arco, Idaho	1
9 Willard Bell	Arco, Idaho	1

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12 ARTICLE VII.

13 That private property of the stockholders of the
14 corporation shall not be subject to the payment of corporate debts
15 to any extent, whatever, and the shares of the corporation shall
16 not be subject to assessment for the purpose of paying expenses,
17 conducting business, or paying debts of the corporation.

18 ARTICLE VIII.

19 The number of directors of the corporation shall be as
20 specified in the By-Laws, provided the number of directors of the
21 corporation shall not be less than three. In case of any increase
22 in the number of directors, the additional directors may be
23 elected by the directors then in office, and the directors so
24 elected shall hold office until the next annual meeting of the
25 stockholders and until their successors are elected and qualified.

26 All of the officers of the corporation shall be stock-
27 holders, except that the secretary-treasurer may, but need not
28 be a stockholder, and any two or more offices may be held by
the same one person. The term of office of the officers, except
as in these articles otherwise expressly provided, shall be for

1 one year and until their successors shall have been elected and
2 qualified, unless sooner removed or resigned, as herein provided.

3 ARTICLE IX.

4 A majority of the board of directors shall constitute
5 a quorum and shall have power to transact the business and
6 exercise the corporate powers of the corporation, and, except as
7 otherwise provided herein, may mortgage, pledge, sell or other-
8 wise dispose of real or personal property of the corporation for
9 the purpose of carrying on the business of the corporation. The
10 board of directors shall have power to appoint agents and servants
11 of the corporation, prescribe their duties and remove them
12 at pleasure and may fix the compensation of the officers, agents
13 and servants of the corporation, and shall have power to vote
14 and grant to themselves (and any officer or director may join
15 in granting to himself such salary), commission or compensation
16 for their services as officer or directors, or both as they
17 may determine. The board of directors or the stockholders may,
18 by a majority vote, adopt by-laws for regulation of the affairs
19 of the corporation, and by a majority vote amend or repeal the
20 same, provided that such by-laws shall not conflict with these
21 articles of incorporation. The by-laws adopted by the directors
22 shall provide the time and place of directors' meetings and the
23 manner of calling the same, which meetings may be held within
24 or without the State of Idaho.

25 IN WITNESS WHEREOF, the parties hereto have hereunto
26 set their hands this 15th day of September, 1965.

27 Willard O. Bell

28 Robert T. Lawrence

Ronald M. Lowe

Robert C. Weaver Sr.

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STATE OF IDAHO)
County of ~~Butte~~ Twin Falls) ss.

On this 15th day of October, 1965, before me, the undersigned, a notary public, personally appeared Robert C. Weaver, Sr., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same and that he is a full-age citizen of the United States.

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

J. M. Nungester
Notary Public for Idaho
Residing at Buhl, Idaho

STATE OF IDAHO)
County of Butte) ss.

On this 16th day of October, 1965, before me, the undersigned, a notary public, personally appeared Robert C. Weaver, Jr., Ronald Lowe, and Willard Bell, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same and that they are all full-age citizens of the United States.

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

J. M. Nungester
Notary Public for Idaho
Residing at Buhl, Idaho