

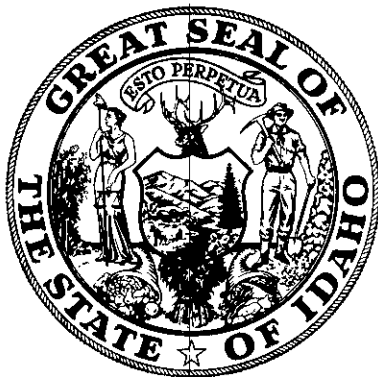
**CERTIFICATE OF INCORPORATION  
OF**

**THOMAS C. MCCLAIN FARMS, 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: **October 4, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

RECORDED  
SERIALIZED  
OCT 4 1907  
ARTICLES OF INCORPORATION  
OF

THOMAS C. McCLAIN FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned being natural persons over the age of eighteen (18) years, do hereby for a general business corporation under the laws of the State of Idaho as contained in Title 30 of the Idaho Code entitled "General Business Corporations Act", and to that end do hereby set forth:

1. The name of the corporation is:

THOMAS C. McCLAIN FARMS, INC.

2. The period of duration of this corporation shall be perpetual.

3. The purposes for which this corporation is organized:

(a) Primarily to purchase, own, improve, equip, operate and manage farms and engage in any agricultural pursuit or undertaking.

(b) The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

4. The county in the State of Idaho where the principal office for the transaction of business of the corporation is located is in the County of Twin Falls and the name of the registered agent is Robert C. Weaver and the

address of the registered office shall be 130 North Broadway, Buhl, Idaho 83316.

5. The aggregate number of shares which the corporation shall have authority to issue is 100, having no par value. All of said stock shall be known as common stock and shall be nonassessable.

6. The names and post offices address of the incorporator is as follows:

<u>NAME OF INCORPORATOR</u>	<u>ADDRESS</u>
Thomas C. McClain	P. O. Box 346, Buhl, ID 83316

7. The directors of the corporation shall have the power to sell any authorized but unissued stock at any time and to any person, and no stockholder shall be entitled, as of right to subscribe for or purchase of any of such additional shares of stock.

8. The number of directors of the corporation may be fixed by the By-Laws, but shall not be less than the number required by law.

The number of directors constituting the initial Board of Directors shall be two (2), and they shall serve as directors until their successors are elected and qualified.

9. The names and addresses of the initial directors are:

<u>NAME:</u>	<u>ADDRESS</u>
Thomas C. McClain	P. O. Box 346, Buhl, ID 83316
Laurel Kay McClain	P. O. Box 346, Buhl, ID 83316

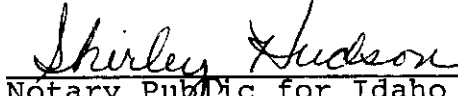
IN WITNESS WHEREOF, the undersigned initial incorporator has executed these Articles of Incorporation on this 3rd day of October, 1985.

  
THOMAS C. McCLAIN

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

On this 3rd day of October, 1985, before me, the undersigned, a Notary Public in and for said County and State, personally appeared THOMAS C. McCLAIN, known to me to be the person who executed the foregoing instrument and acknowledged to me that he 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.

  
Notary Public for Idaho  
Residing at Buhl, Idaho