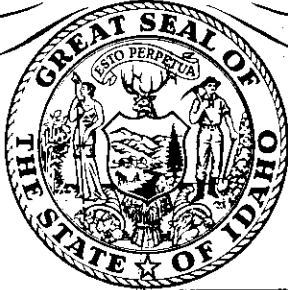


State of Idaho



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

KUNA MILLS, INC.

was filed in the office of the Secretary of State on the **First** day of **August**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **124** 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 **Kuna** in the County of **Ada**.

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 **1st** day of **August**, A.D., 19 **63**

Secretary of State.

ARTICLES OF INCORPORATION

OF

KUNA MILLS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I.

The name of this corporation is: Kuna Mills, Inc.

II.

The purposes for which this corporation is formed are:

(a) To engage in the manufacture and sale of poultry and domestic animal feeds, hay, and grain, and all types of ranch, farm and garden supplies and equipment.

(b) To buy, sell, store, and otherwise handle and deal in grain, hay, seeds and produce of all kinds, and generally to do a grain storage and commission business in the State of Idaho and elsewhere, and to buy, sell, mortgage, lease, and deal in real estate and personal property, including grain elevators, warehouses, cribs, and other property, in and about the transaction of its business, and to do any perform any and all acts and things as may be necessary and incidental in and about the carrying on of the business aforesaid.

(c) To buy, sell, receive, store, forward, and handle wheat and other cereals, and products thereof, and also farm products of every description; also flour, feed, and millstuffs, salt, fuel, implements, machinery, binder twine, lumber, and building material of all descriptions; buying, feeding, shipping, and selling of livestock.

(d) To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery and equipment of allied lines.

(e) To purchase, manufacture, fabricate, assemble, repair, overhaul, sell, import, export, and otherwise deal in machinery and equipment.

(f) To carry on and conduct a general merchantile business.

(g) To carry on a general warehousing business; to receive for safekeeping or storage, goods, wares, merchandise and property of all kinds; to take charge of and perform the duty of paying freights, charges, duties on, bonding, receiving, landing, hauling, and transferring all such goods, wares, and merchandise; to insure or cause to be insured the owner or owners thereof against all loss by fire or water, whether in transit or in storage; to advance money upon any property in its custody, or upon bills of lading, receipts, or certificates representing goods in storage elsewhere or in transit; to issue receipts or certificates for goods, wares, merchandise, or property to the owner or owners thereof, when such goods, wares, merchandise, or property are on the premises, or under the control of said corporation at the time of issuing such receipt or certificate.

(h) To own, maintain, conduct, operate, and carry on the business of dispensing opticians and, in the course of the business, to buy, sell, ship, store, and otherwise use, deal in, acquire, and dispose of every kind of optical, ophthalmic, and scientific instrument, glass, lens, or equipment necessary or convenient to the operation and conduct of the general business of dispensing opticians.

(i) To purchase, own, improve, equip, operate, and manage farms and engage in any agricultural pursuit or undertaking.

(j) To own, operate, and maintain a general wholesale and retail cattle and livestock business dealing primarily in the purchase and re-selling of cattle and livestock of all types.

(k) To purchase, acquire, own, hold, lease (either as lessor or as lessee), sell, exchange, subdivide, mortgage and generally operate any real or personal property of any and every kind or description, within or without the State of Idaho, necessary, suitable or useful in connection with any of the objects or purposes herein set forth.

(l) To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation; and to equip, improve and generally operate any and all personal property owned by this corporation.

(m) To own ground, erect buildings and improvements thereon, and hold and conduct agricultural exhibitions, fairs, horse and cattle shows.

(n) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect and to sell, assign, or grant licenses or other rights in respect of any trade marks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto.

(o) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory or municipality of the United States or any foreign country, government or body politic.

(p) To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further, that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

(q) To acquire, and hold all or any part of the capital stock, assets, or good will of any business, or any person, firm, association or corporation engaged in any business in whole or in part and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(r) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes, or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, on in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages or deeds of trust or pledges or other liens upon any and all of the property of this corporation whatsoever and wheresoever situated.

(s) To carry out all or any part of the foregoing objects, or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes to make and perform such contracts of any kind and description, to do such acts and such things and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise provided that the same be not inconsistent with the objects of purpose of this corporation, or the statutes of the State of Idaho.

(t) To conduct its business in all or any of its branches in the State of Idaho, in any and all other states, territories, possessions, colonies and dependencies of the United States of America, and in the District of Columbia, and in any and all foreign countries, and to have one or more offices within or outside of the State of Idaho.

(u) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the Statutes of the State of Idaho.

III.

The period of existence and the duration of the life of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation in the State of Idaho, shall be Kuna, in Ada County, State of Idaho

V.

This corporation is authorized to issue one class of shares of its capital stock to be designated as "Common Stock". The total number of shares of common stock which this corporation shall be authorized to issue is 250 shares. The aggregate par value of the common capital stock of this corporation shall be \$25,000.00; and the par value of each share of the common capital stock shall be \$100.00.

VI.

The names and post office addresses of each of the incorporators of this corporation and the number of shares of such common capital stock subscribed by each of these incorporators are as follows:

<u>NAMES</u>	<u>POST OFFICE ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
B. E. Zamzow	611 E. 1st, Meridian, Idaho	One
Stanley E. Zamzow	611 E. 1st, Meridian, Idaho	One
Gail Zamzow	611 E. 1st, Meridian, Idaho	One
Helen Zamzow	611 E. 1st, Meridian, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of 21 years and is a citizen of the United States of America.

VII.

The capital stock of this corporation shall be non-assessable; and the private property of the shareholders of this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

VIII.

A director of this Corporation shall not be required to be a stockholder of any of the shares of the common stock of the corporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation, this 31st day of July, 1963.

B. E. Zamzow
B. E. Zamzow

Stanley E. Zamzow
Stanley E. Zamzow

Gail Zamzow
Gail Zamzow

Helen Zamzow
Helen Zamzow

STATE OF IDAHO)
 : ss.
County of Ada)

On this 31st day of July, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared B. E. ZAMZOW, STANLEY E. ZAMZOW, GAIL ZAMZOW, and HELEN ZAMZOW, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of twenty-one years and were each citizens of the United States of America.

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

(SEAL)

Kathryn A. McLean
Notary Public for Idaho
Residence: Meridian, Idaho

AGREEMENT FOR USE OF CORPORATE NAME

FOR VALUABLE CONSIDERATION, the receipt for which is hereby acknowledged, Kuna Mills, Inc., an Idaho corporation, presently chartered by the State of Idaho and in good standing, does hereby consent to the use of the same name, to-wit: KUNA MILLS, INC., by a new corporation chartered as of August 1, 1963, and we do hereby represent and agree that the present Kuna Mills, Inc., has sold all its assets to Zamzow's, Inc., an Idaho corporation, has ceased to do business as of July 31, 1963 and will forfeit its charter for failure to pay the annual corporate tax.

DATED July 31, 1963.

KUNA MILLS, INC.

By: Verl L. O'Dell

President

ATTEST:

Roberta E. O'Dell
Secretary

STATE OF IDAHO)
County of Canyon): ss.

On this 31st day of July, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared Verl L. O'Dell and Roberta E. O'Dell, known to me to be the President and Secretary, respectively, of KUNA MILLS, INC., and acknowledged to me that the said corporation executed the foregoing instrument.

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

(SEAL)

Charles M. Brown
Notary Public for Idaho

Residence: Idaho, Idaho.