

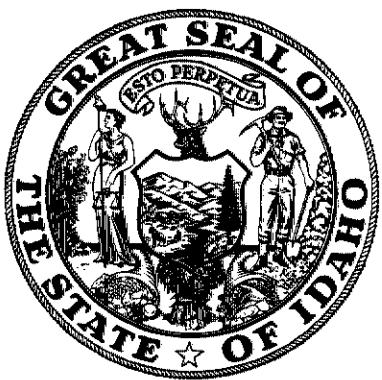
**CERTIFICATE OF INCORPORATION  
OF**

**NORTHWEST DISTRIBUTING CORPORATION**

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 30, 1939



*Pete T. Cenarrusa*  
\_\_\_\_\_  
SECRETARY OF STATE

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

*Elizabeth Cenarrusa*  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
NORTHWEST DISTRIBUTING CORPORATION

RECEIVED  
SEC. OF STATE

89 OCT 30 AM 11 27

The undersigned, who is a natural person of full age and a citizen and resident of the State of Idaho and the United States of America, for the purpose of forming a corporation under the laws of the State of Idaho, hereby certifies and declares:

ARTICLE I.

The name of this corporation shall be NORTHWEST DISTRIBUTING CORPORATION.

ARTICLE II.

The purposes for which it is formed are:

The selling of chemical and fertilizer application equipment and accessories and any or all lawful business for which corporations may be incorporated.

ARTICLE III.

The duration of the corporation shall be perpetual.

ARTICLE IV.

The location of the corporation and its initial registered office is in the vicinity of the City of Burley, County of Cassia, State of Idaho, and its address is 735 Overland Avenue, Burley, Idaho 83318. The initial registered agent at such address shall be Garald E. Price.

ARTICLE V.

The total authorized number of shares of this corporation shall be one thousand (1000) shares with a par value of \$100, all having the same relative rights, voting powers, preferences and restrictions on the sale and transfer of the same as set out in the By-Laws of the Corporation.

ARTICLE VI.

The name and address of each incorporator of this corporation is as follows:

Garald E. Price 735 Overland Ave., Burley, Idaho 83318

ARTICLE VII.

The number of Directors constituting the initial Board of Directors of the corporation is 2, and the names and addresses of these persons are as follows:

Garald E. Price 1360 Sylvan Circle, Burley, Idaho 83318  
Leanne K. Price 1360 Sylvan Circle, Burley, Idaho 83318

IN WITNESS WHEREOF, I have made and subscribed these  
Articles of Incorporation in duplicate originals this 25  
day of October, 1989.

Garald E. Price  
Garald E. Price

STATE OF IDAHO }  
County of Cassia } ss.

On this                    day of                   , 1989 before me the undersigned, a Notary Public in and for said state, personally appeared Garald E. Price, known to me to be the person whose name is subscribed to the within 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 first above  
written.

Devin J. Driver  
Notary Public for State of Idaho  
Residing at: Buckley, Idaho  
My commission expires: 12-1-94

(SEAL)