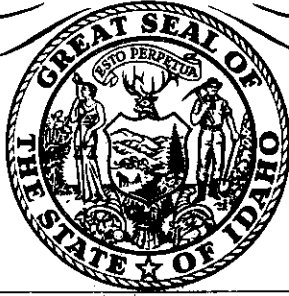


State of Idaho



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

RAINBOW TROUT FARMS COMPANY

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **December** A.D. One Thousand Nine Hundred **Sixty** and duly recorded on Film No. **113** 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 **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 **27th** day of **December**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
RAINBOW TROUT FARMS COMPANY

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, EACH BEING A NATURAL PERSON
OF FULL AGE AND A CITIZEN OF THE UNITED STATES OF AMERICA,
HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF
FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF IDAHO,
AND DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

I

The name of this corporation shall be:

RAINBOW TROUT FARMS COMPANY

II

The purposes of the corporation are:

1. To engage in and carry on the business of producing trout and
owning, operating, and managing a trout farm, and a processing and packag-
ing plant; to process, produce, preserve, package, and otherwise prepare
for sale and distribution both in the wholesale and retail market trout, trout
by-products, and trout food, and to sell said trout, trout by-products, and
trout food both in the wholesale and retail market.

2. To acquire, lease, or otherwise to own, hold, possess, enjoy, and
to sell, lease, rent, encumber, mortgage, pledge and otherwise dispose of

any and all classes of property, whether real, personal or mixed;

3. To borrow money to carry on the business of the corporation or for general corporate purposes, and to issue bonds, debentures, notes or other obligations therefor, and to secure the same by pledge or mortgage on the whole or any part of the property of the corporation;

4. To organize, incorporate, or create, and to enter into contracts and agreements with subsidiary or affiliated corporations of any type or nature;

5. To make, perform and carry out any and all contracts necessary, requisite or advantageous with respect to all business operations of the corporation;

6. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or attainments of any of the objects hereinbefore enumerated, either alone or in association with other corporations, firms, and individuals, as principals, agents, brokers, contractors, trustees or otherwise, and in general to engage in any and all lawful business that may be necessary or convenient in carrying out the general business of said corporation and for the purposes pertaining thereto, and to do any and every other act or acts, thing or things, incidental to, growing out of, or connected with the general business, or any part or parts thereof;

7. No stock in this corporation shall be sold without the unanimous consent of all of the stock holders of this corporation.

The designation of any object or purpose herein shall not be construed to be a limitation or qualification or in any manner to limit or restrict the purposes and objects of the corporation.

III

The term of existence of this corporation shall be perpetual.

IV

The registered office of this corporation in the State of Idaho, shall be located in Boise, County of Ada, State of Idaho, and the post office address of such registered office shall be 1224 Vista Avenue, Boise, Idaho.

V

The amount of the total authorized stock of the corporation shall be divided into two thousand (2,000) shares which shall be common stock, and which shall have a par value of one hundred dollars (\$100.00) per share. The shares of stock shall all be common, and such shares shall be non-assessable and shall have equal voting rights and other powers.

VI

The Board of Directors of this corporation shall consist of three members, and all of the powers of this corporation are hereby conferred upon such directors insofar as such powers may be lawfully vested in and exercised by such a board.

VII

This corporation hereby reserves the right to amend, alter, change or repeal any provision of these Articles of Incorporation, in the manner now provided, or which may hereinafter be provided by law, and all rights, privileges and powers by the Articles are so conferred, subject to this reservation.

VIII

The amount of capital stock actually subscribed in three (3) shares, which have been subscribed at their par value, and the following are the

names and place of residence of each of the incorporators who have
subscribed to said stock:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Alfred R. Iverson	Buhl	1
Earl M. Hardy	Boise	1
LaVane Hardy	Boise	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals
this 26th day of December, 1966.

Alfred R. Iverson
Earl M. Hardy
LaVane Hardy

STATE OF IDAHO)
County of Twin Falls) ss.

On this 26 day of December, 1966 before me, A. Notary Public
in and for said State, personally appeared ALFRED R. IVERSON, known to me
to be the person whose name is subscribed to the within instrument, and
acknowledged to me that he executed the same.

John D. Brown
Notary Public
Residing at Buhl, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 27th day of December, 1960, before me, A
Notary Public in and for said State, personally appeared EARL M. HARDY
and LAVANE HARDY, known to me to be the persons whose names are
subscribed to the within instrument, and acknowledged to me that they
executed the same.

Marquette L. Magni
Notary Public

Residing at Boise, Idaho