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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

WESTERN STOCK GROWERS ASSOCIATION, INC.

The undersigned, in order to form a non profit corporation under the provisions of Title 30, Chapter 3, of Idaho Code, submits the following Articles of Incorporation to the Secretary of State:

ARTICLE I

NAME

The name of the Corporation shall be Western Stock Growers Association, Inc.

ARTICLE II

PURPOSES AND POWERS

The purpose for which the Corporation is:

(a) To operate a livestock grazing operation on lands owned by the Corporation and on grazing permits issued by the Forest Service and the Bureau of Land Management for the benefit of its stockholders and to engage in the transaction of any lawful activity.

ARTICLE III

REGISTERED OFFICE

The registered office of said Corporation in the State of Idaho shall be located at 3446 East 3100 North, Kimberly, Idaho, 83341. Jeffrey Williams shall be the initial registered agent at the address set forth above.

IDAHO SECRETARY OF STATE
10/12/2001 05:00
CK: 2411 CT: 21151 DH: 423056
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ARTICLE IV

INITIAL BOARD OF DIRECTORS

The Board of Directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey Williams	3446 East 3100 North Kimberly, Idaho, 83341
Joseph Tugaw	3277 Woodridge Drive Twin Falls, Idaho, 83301
Sherry Helman	2391 Rock Creek Road Hansen, Idaho, 83334
Wyatt Williams	2631 North 3000 East Hollister, Idaho, 83301
David Crockett	2678-A Rock Creek Road Hansen, Idaho, 83334

ARTICLE V

INCORPORATORS

The names and addresses of the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Jeffrey Williams	3446 East 3100 North Kimberly, Idaho, 83341
Joseph Tugaw	3277 Woodridge Drive Twin Falls, Idaho, 83301
Sherry Helman	2391 Rock Creek Road Hansen, Idaho, 83334

Wyatt Williams

2631 North 3000 East
Hollister, Idaho, 83301

David Crockett

2678-A Rock Creek Road
Hansen, Idaho, 83334

ARTICLE VI

MAILING ADDRESS

The mailing address of the Corporation shall be 3446 East 3100 North, Kimberly, Idaho, 83341.

ARTICLE VII

The Corporation shall have stockholders who shall have the right to vote on Corporation matters as set forth in the Bylaws.

ARTICLE VIII

Upon dissolution the assets or the proceeds therefrom shall be distributed according to the Bylaws and the representative shares of stock of the Corporation.

ARTICLE IX

The aggregate numbers of shares which the Corporation shall have authority to issue shall be:

Class A stock	1,509 shares
Class B stock	13,596 shares
Class C stock	3,395 shares

ARTICLE X

The Corporation may levy assessments upon its stockholders, based upon the outstanding shares of stock of the Corporation and according to the Bylaws of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hand this 10th day of

October, 2001.

Jeffrey Williams
JEFFREY WILLIAMS

Joseph Tugaw
JOSEPH TUGAW

Sherry Helman
SHERRY HELMAN

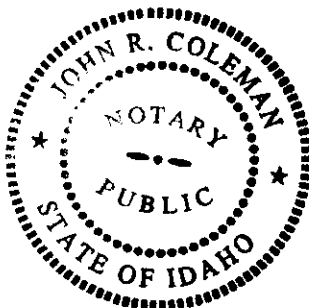
Wyatt Williams
WYATT WILLIAMS

David W. Crockett
DAVID CROCKETT

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

On this 10th day of October, 2001, before me, the undersigned, a Notary Public in and for said county and State, personally appeared JEFFREY WILLIAMS, JOSEPH TUGAW, SHERRY HELMAN, WYATT WILLIAMS, and DAVID CROCKETT known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they 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.



John R. Coleman
NOTARY PUBLIC
Residing at Twin Falls ID
My Commission Expires 6-11-05