

State of Idaho



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

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

LIVESTOCK MARKET DEVELOPMENT CO.

a corporation duly organized and existing under the laws of **Oregon** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twenty-ninth** day of **September**, 19**64**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-ninth** day of **September**, 19**64**, a designation of **Walter Brown** in the County of **Washington** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **29th** day of **September**, A.D. 19**64**.

Secretary of State.

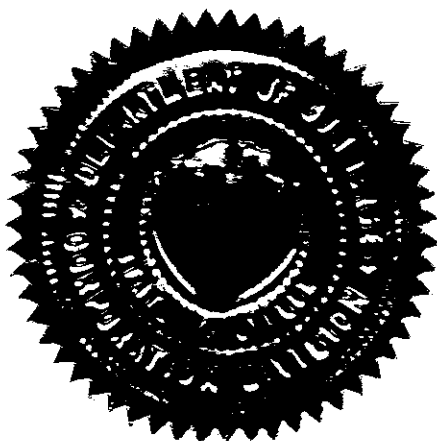


I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation and all amendments thereto of LIVESTOCK MARKET DEVELOPMENT CO.

..... with the originals thereof now on file in my office; that the same are correct transcripts therefrom and of the whole thereof; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that LIVESTOCK MARKET DEVELOPMENT CO. is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.



In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 31st day of August, 19 64.

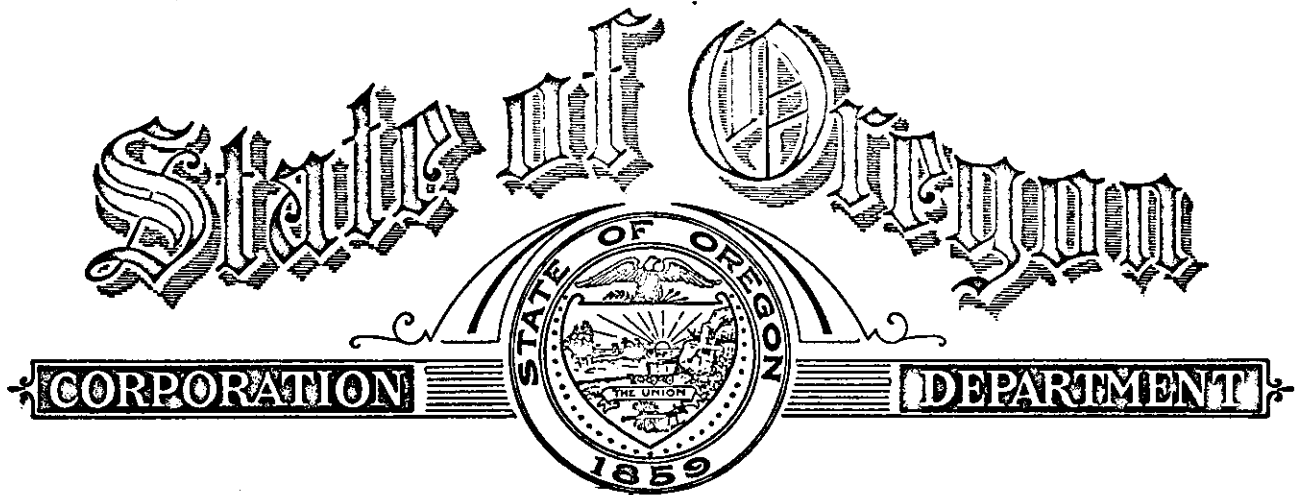
Frank J. Healy

Corporation Commissioner

By

Helen Haugen

Chief Clerk

File No. 71041

Certificate of Incorporation

OF

_____LIVESTOCK MARKET DEVELOPMENT CO._____

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

In Testimony Whereof *I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 15th day of May, 19 63.*

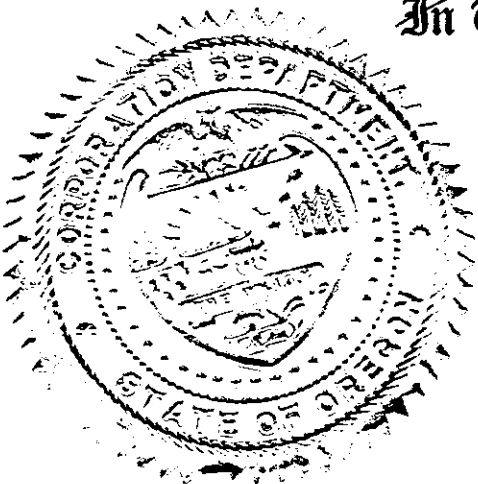
Frank J. Keedy

Corporation Commissioner

By _____

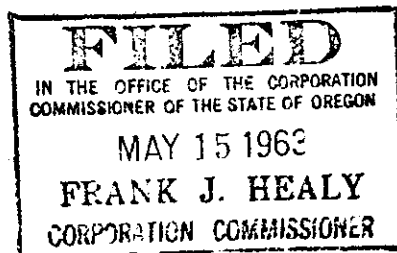
William J. Kruger

Chief Clerk



Three or more persons of the age of 21 years or more may incorporate. Articles shall be executed in duplicate, and both of the copies forwarded to the Corporation Commissioner, Salem, Oregon. See Notes 1, 2 and 3 on back of this form. Submit in Duplicate.

FILE No. 71041



Articles of Incorporation

OF

LIVESTOCK MARKET DEVELOPMENT CO.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

- ① The name of this corporation is LIVESTOCK MARKET DEVELOPMENT CO.
- and its duration shall be perpetual

ARTICLE II

- ① The purpose or purposes for which the corporation is organized are:

To engage in and carry on any business, transaction, or operation commonly carried on or undertaken by livestock marketing agencies and livestock auction markets.

To associate with existing or later organized livestock auction markets, either persons, parties, partnerships, joint ventures or corporations, to encourage and further develop livestock marketing without restriction, and in furtherance and development of the purposes above set forth to receive such payment or remuneration of interest, share of profits, dividends or otherwise as may be permitted by law.

To deal in the capital stock or partnership interest of livestock auction markets and to associate with livestock producers, dealers, brokers and market agencies in the acquisition, promotion and marketing of livestock of every kind and nature.

To underwrite, finance, supervise and manage the purchase, acquisition, sale and disposal of livestock and interests in livestock auction markets.



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ARTICLE III

- ③ The aggregate number of shares which the corporation shall have authority to issue is 800 shares of common stock, of the par value of \$600.00 per share, making a total authorized capital stock of \$480,000.00.

ARTICLE IV

The address of the initial registered office of the corporation is 1850 S. W. 4th Street,
(Do not use City P. O. Box No.)
Ontario, Oregon,
and the name of its initial registered agent at such address is Morgan G. Beck

ARTICLE V

The number of directors constituting the initial board of directors of the corporation is three
(At least three)
and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u> (Street and Number, if any)
Norman Sitz	265 S. W. 9th Avenue, Ontario, Oregon
Morgan G. Beck	661 S. W. 5th Street, Ontario, Oregon
D. E. Taylor	989 S. W. 4th Street, Ontario, Oregon

ARTICLE VI

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u> (Street and Number, if any)
Norman Sitz	265 S. W. 9th Avenue, Ontario, Oregon
Morgan G. Beck	661 S. W. 5th Street, Ontario, Oregon
D. E. Taylor	989 S. W. 4th Street, Ontario, Oregon

ARTICLE VII

(Add provisions for the regulation of the internal affairs of the corporation as may be appropriate.)

Internal affairs to be regulated by By-Laws

Dated May 13, 19 63.

D. E. Taylor
Morgan G. Beck
Norman Sitz

STATE OF OREGON,
County of MALHEUR,

} ss.

I, Helen R. Fell, a notary public for Oregon, hereby certify that on the
13th day of May, 19 63, personally appeared before me Morgan G. Beck, Norman
Sitz and D. E. Taylor

who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

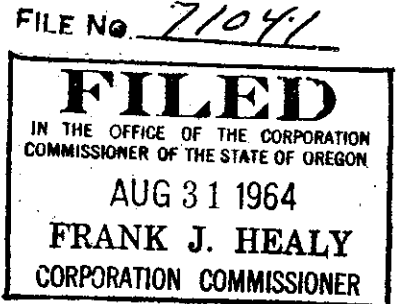
Helen R. Fell
Notary Public for Oregon

My commission expires: June 12, 1966

Articles of Amendment

By Directors

Of



~~LIVESTOCK MARKET DEVELOPMENT CO.~~

Pursuant to the provisions of ORS 57.360(2)(a) the undersigned, being a majority of the directors of the corporation hereinafter named, adopt the following Articles of Amendment:

1. The name of the corporation is ~~.....LIVESTOCK MARKET DEVELOPMENT CO.~~.....

2. The corporation has not issued any shares of stock.

3. The following amendment of the Articles of Incorporation was adopted by a majority of the directors on July 27, 1964:

(The article or articles being amended should be set forth in full as they will be amended to read.)

ARTICLE III shall be amended to read as follows:

"ARTICLE III. The aggregate number of shares which the corporation shall have authority to issue is 1500.shares of common stock, of the par value of \$ 450.00 per share, making a total authorized capital stock of \$ 675,000.00.

Dated July 28th, 1964

Morgan G. Beck
Norman Sitz
D. E. Taylor

Directors

STATE OF OREGON,

County of Malheur

} ss.

I, Juanita L. Bellows, a notary public, hereby certify that on the 28th day of July, 1964, personally appeared before me D. E. Taylor, Morgan G. Beck and Norman Sitz, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as directors, and that the statements therein contained are true.

(NOTARIAL SEAL)

Juanita L. Bellows
Notary Public for Oregon

My commission expires: October 10, 1965