

CERTIFICATE OF INCORPORATION
OF

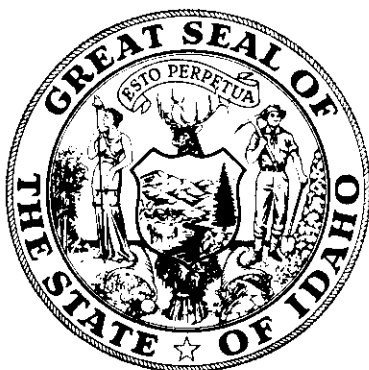
GRO-MOR, INC.

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 _____

GRO-MOR, INC.,
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: March 1, 1982



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

GRO-MOR, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Gro-Mor, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: operation of a fluid fertilizer blending plant, sales and transportation of fertilizer together with the transaction of all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Section 30-1-3.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand shares of \$100 par value common stock.

FIFTH: Shareholders shall have full preemptive rights.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the By-Laws of the corporation, including provision for restriction on transfer of shares, as provided in Idaho Business Corporation Act, Section 30-1-23A.

SEVENTH: The address of the initial registered office of the corporation is 120 North 12th, Pocatello, Idaho 83201, and the name of its initial registered agent at such address is Arthur H. Nielson, Jr.

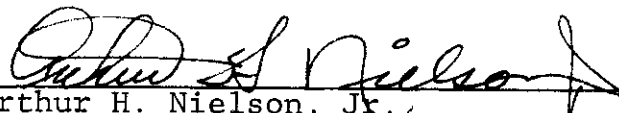
EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is three, and the names and addresses of persons who are to serve as directors until the first annual meeting of Shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Arthur H. Nielson, Jr.	120 No. 12th Pocatello, Idaho 83201
Bonnie F. Nielson	120 No. 12th Pocatello, Idaho 83201
Gordon A. Nielson	120 No. 12th Pocatello, Idaho 83201

NINTH: The name and address of the sole incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Arthur H. Nielson, Jr.	120 No. 12th Pocatello, Idaho 83201

DATED this 25 day of February, 1982.


Arthur H. Nielson, Jr.