



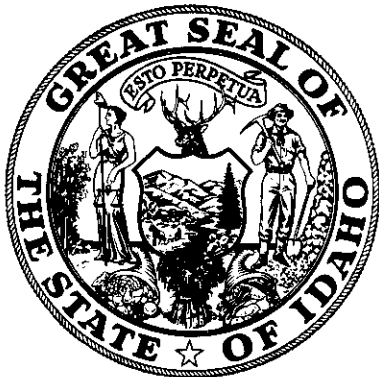
CERTIFICATE OF INCORPORATION
OF

ALTERNATIVE DIMENSIONS, 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 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: December 26, 1985



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

ALTERNATIVE DIMENSIONS, INC.

The undersigned, being a natural citizen of the age of nineteen (19) years or more, a citizen of the United States, and a resident of the United States and a resident of the State of Idaho, acting as the sole incorporator of a corporation herein referred to as the "CORPORATION" under the provisions of Title 30, Chapter 1-1, the Idaho Business Corporation Act, herein referred to as the "ACT", adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Alternative Dimensions, Inc.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

Section 1. PURPOSES: The purposes for which the Corporation is organized are to engage in the manufacture and sale, both wholesale and retail, of food and health products, including, but not limited to, milk, whey-based milk products, and other health foods; names those with special nutritive qualities and values. To merchandise, sell, offer for sale, and distribute at wholesale and retail, foods and food stuffs of all kinds and descriptions, whether in bulk, package, bottle or can, including beverages of all kinds and for all purposes, and to generally deal in food, health food, grocery and grocery products; and to carry on all other business incident thereto or connected therewith, and to engage in any other lawful activities.

2. STATUTORY POWERS: Subject to any specific written limitations or restrictions imposed by the Act, by other law, or by these Articles of Incorporation, and solely in furtherance of, but not in addition to, the limited Purposes set forth in Section 1 of the Article, the Corporation shall have and exercise all of the powers specified in Section 30-1-4 Idaho Code.

3. ADDITIONAL POWERS: In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho upon corporations organized for the foregoing purposes, the Corporation shall have the power to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

Authorized Shares

The amount of the total authorized capital stock of this Corporation is one thousand (1,000) shares without nominal or par value, and which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment thereon.

ARTICLE V

Internal Affairs of the Corporation

Section 1. MEETINGS OF SHAREHOLDERS: Meeting of the shareholders of the Corporation may be held at such place, either within or without the State of Idaho, as may be provided in the Code of By-Laws. In the absence of any such provisions, all meetings shall be held at the registered office of the Corporation.

Section 2. CODE OF BY-LAWS: The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors and shall become effective upon ratification by the shareholders. The power to alter, amend, or repeal the Code of By-Laws or to adopt a new Code of By-Laws shall be contained in the Code of By-Laws and the Code of By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with the Act, or these Articles of Incorporation.

Section 3. AMENDMENTS OF ARTICLES OF INCORPORATION: The Corporation reserves the right from time to time to amend, alter, or repeal, or to add any provision to, its Articles of Incorporation, in any manner now or hereafter prescribed or permitted by the provisions of the Act, and any amendment thereto, or by the provisions of any other applicable statute of the State of Idaho; and all rights conferred upon shareholders by the Articles of Incorporation or any amendment thereto, are granted, subject to this reservation.

ARTICLE VI

Address of Initial Registered Office

REGISTERED OFFICE: The address of the initial registered office of the Corporation is 410 West 24th Street, City of Burley, County of Cassia, State of Idaho 83350. The name of the official Registered Agent at such address is Gerald L. Mayes.

ARTICLE VII

Data Respecting Directors

Section 1. INITIAL BOARD OF DIRECTORS: The number of Directors constituting the initial Board of Directors of the Corporation is five (5), and the names and addresses of the person or persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify: Gerald L. Mayes.

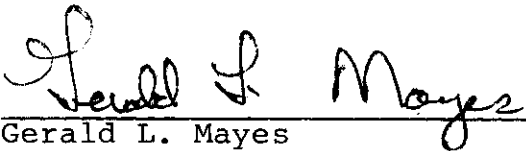
Section 2. INCREASE OF DIRECTORS: The number of Directors may be increased from time to time by amendment of the Code of By-Laws; but the number of Directors shall not be more than five (5) and no decrease shall have the effect of shortening the term of any incumbent director.

ARTICLE VIII

Data Respecting Incorporator

The name and address of the Incorporator of the of the Corporation is: Gerald L. Mayes, 410 West 24th Street, Burley, Idaho 83318.

EXECUTED IN TRIPLICATE this 1st day of
September, 1985.

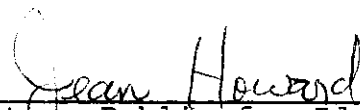

Gerald L. Mayes

State of Idaho)
) ss.
County of Minidoka)

On this 1st day of September, 1985, before
me the undersigned Notary Public in and for said State,
personally appeared GERALD L. MAYES, 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 in this
certificate first above written.

(SEAL)


Notary Public for Idaho
Residing at ~~Rupert~~ ^{Boise}, Idaho
My Commission Expires: Life