



CERTIFICATE OF AMENDMENT
OF

LARRYDALE FARMS, INC.

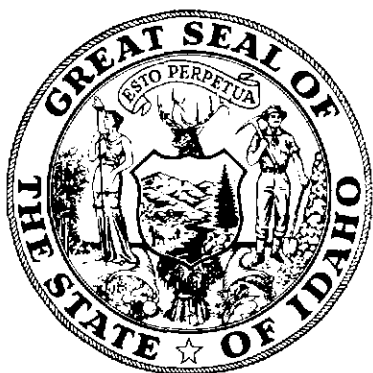
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

PLINE FARMS, INC.

duly signed and verified 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ June 21, 1989 _____, 19 _____.



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

A handwritten signature in cursive script, reading "M. J. Hinesman".

Corporation Clerk

ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

LARRYDALE FARMS, INC.

RECEIVED
SEC. OF STATE

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Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is LARRYDALE FARMS, INC.

SECOND: The following amendments of the Articles of Incorporation were adopted by the shareholders of the corporation on April 23, 1989, in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that the corporation's name is changed to PLINE FARMS, INC.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1,050; and the number of shares entitled to vote thereon was 1,050.

FOURTH: All stock comprises one (1) class of common stock and all 1,050 shares are entitled to vote on the amendment.

FIFTH: The number of shares voted for such amendment was 1,050; and the number of shares voted against such amendment was 0.

DATED this 23 day of April, 1989.

LARRYDALE FARMS, INC.


By Dale S. Pline
Its President


By Ellen R. Pline
Its Secretary

STATE OF IDAHO)

) ss

County of Canyon)

I, , a notary public, do hereby certify that on this 12 day of April, 1989, personally appeared before me Dale Pline and Ellen Pline, who, being by me first duly sworn, declared that they are the President and the Secretary, respectively, of LARRYDALE FARMS, INC., that they signed the foregoing document as President and Secretary, respectively, of the cooperative/corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at Caldwell, Idaho

MINUTES OF SPECIAL MEETING OF DIRECTORS AND STOCKHOLDERS OF
LARRYDALE FARMS, INC., HELD ON THE 23rd DAY OF April,
1989.

This special meeting of directors and stockholders of Larrydale Farms, Inc., was held on the 23rd day of April, 1989, at the hour of 2 o'clock P.m., at Route 6, Box 6538, Nampa, Id 83651, Canyon County, Idaho. The purpose of this special meeting was to discuss the change of the name of said corporation from Larrydale Farms, Inc., to Pline Farms, Inc.

All stockholders were present and waived the requirements for formal notice of the meeting. Those in attendance included Dale Pline, Ellen Pline, Clinton Pline and Anna Pline, the surviving widow of Herb Pline. It was noted that the estate of Herb Pline is currently in the process of being probated and that Anna Pline has been formally appointed as the Personal Representative therein.

On motion made by Ellen Pline and seconded by Clinton Pline and, with all directors and stockholders voting in the affirmative, it was RESOLVED that the corporate name of Larrydale Farms, Inc., is changed to Pline Farms, Inc.

For purposes of these minutes it is noted that the officers of Larrydale Farms, Inc. include Dale Pline, President, Clinton Pline, Vice-President, and Ellen Pline, Secretary-Treasurer, and it is noted that the directors include Dale Pline, Ellen Pline, Clinton Pline and Anna Pline.

There being no further business to come before this meeting, it was moved by Ellen Pline and seconded by Clinton Pline, with the vote being unanimous, that this meeting adjourn.

DATED this 23 day of April, 1989.

LARRYDALE FARMS, INC.

DIRECTORS

By Dale S. Pline
Its President

By Ellen R. Pline
Its Secretary

By Dale S. Pline
Dale Pline

By Ellen R. Pline
Ellen Pline

By Clinton C. Pline
Clinton Pline

By Anna S. Pline
Anne Pline