



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

W-FOUR CATTLE, 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 31, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Bakala

ARTICLES OF INCORPORATION
OF

W-FOUR CATTLE, INC.

RECEIVED
SEC. OF STATE
90 DEC 31 AM 8 33

KNOW ALL MEN BY THESE PRESENTS:

THE registered office of this corporation is located at
HC 68, Star Route 2660, Indian Valley, Idaho; and

THE name of the registered agent of this corporation is
WENDY BOTT of the address Route 2 Box 378, Rupert, Idaho, zip
code 83350, and is a resident of the State of Idaho. She is a
citizen of the United States and natural person of full age,
having this day voluntarily associated herself for the purpose of
forming a corporation for profit under the laws of the State of
Idaho.

THE Directors of this Corporation are:

WENDY BOTT, the above address; DEANNA BERCHTOLD, of the address
704 McDermitt, Las Vegas, Nevada 89107; MARCIA McCLURE, of the
address P.O. Box 658, Beatty, Nevada 89003; and CAROL ALLEN, of
the address 1329 Upland Drive, Sunnyside, Washington 98944. All
agents are citizens of the United States and natural persons of
full age, having this day voluntarily associated themselves for
the purpose of forming a corporation for profit under the laws of
the State of Idaho, and we do hereby certify and state:

I.

The name of this corporation shall be:

W-FOUR CATTLE, INC.

II.

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

III.

Said corporation is formed for the following purposes:

A. To carry on and conduct the general business of growing, buying and selling agriculture products and raising, buying and selling livestock;

B. To lend or advance money or give credit to such persons, firms, corporations or associations on such terms as may seem expedient;

C. To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in, or dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the company;

D. To carry on other business, of any nature, whatsoever, which may seem to the corporation capable of being conveniently carried on in connection with it's business or calculated, directly or indirectly, to enhance the value of any of the corporation's property or rights or generally to enhance the profitability of the corporation;

E. If deemed advisable by the corporation, to establish and support or aid in the establishment and support of

associations, institutions, funds, trusts and conveniences calculated to benefit employees or co-employees of the corporation, the stockholders of the company or their heirs, to grant pensions to employees and stockholders and to make payments toward insurance;

F. The corporation shall have the power to buy its own stock and to hold the same as treasury stock and to sell and/or otherwise dispose of the same.

G. To acquire the goodwill, right, property and assets of all kinds and to undertake the whole or any part of liabilities of any person, firm, association or corporation on such terms and conditions that may be agreed upon; to pay for the same in cash, stocks, bonds, debentures or other securities of this corporation or otherwise; and to acquire and/or take all or any part of the business, assets, liabilities of any person, firm association or corporation;

H. To borrow money of any person, firm or corporation and to issue bonds, debentures or obligations of this corporation from time to time for any of the objectives or purposes of the corporation and to secure the same by mortgage, pledge, deed of trust, or any other lawful means with the property of the corporation;

I. To do any and all things necessary, suitable or proper for the accomplishment of any of the purposes, for the

attainment of any of the objectives, for the exercise of any of the powers herein set forth, whether specified herein or not;

The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and the statements contained in each clause shall be in no way limited or restricted by reference to, or interference from, the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific or special powers or purposes not so declared, and that all other lawful powers not inconsistent herewith are hereby included.

IV

There shall be one class of capital stock of the corporation and it shall be known as common stock. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1000) shares, no par value, nonassessable.

V.

The registered office of the corporation is Route 2, Box 378, Rupert, Idaho. The registered agent is WENDY BOTT, Route 2 Box 378, Rupert, Idaho 83350.

VI.

The number of directors of this corporation shall not

be less than three directors, except that in cases where all shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three, but not more than the number of stockholders.

VII.

The names and address of the persons who are to serve as directors at the first annual meeting of shareholders or until their successor is elected and qualified, is as follows:

Wendy Bott, Route 2 Box 378, Rupert, Idaho 83350
Deanna Berchtold, 704 McDermitt, Las Vegas, Nevada 89107
Marcia McClure, P. O. Box 658, Beatty, Nevada 89003
Carol Allen, 1329 Upland Drive, Sunnyside, WA. 98944

VIII.

The power to adopt, repeal and amend the By-Laws of the corporation shall be in the stockholders and the By-laws may be amended, adopted or repealed by a majority vote of the stockholders.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the subscribers.

This 20th day of November, 1990.

Wendy Bott
WENDY BOTT

STATE OF IDAHO]
] ss.
County of Minidoka]

On this 20th day of November, 1990, before me, the undersigned, a Notary Public for Idaho, personally appeared WENDY BOTT, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she execute the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.

(SEAL)

My Commission Expires
on 6-8-92

Wendy Bott
Notary Public for Idaho
Residing at Superior, Idaho

This 17 day of December 1990.

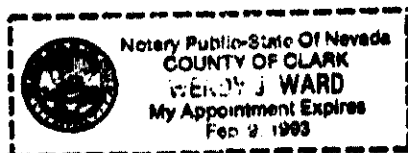
Deanna Berchtold
DEANNA BERCHTOLD

STATE OF NEVADA]
] ss.
County of Clark]

On this 17th day of December, 1990, before me, the undersigned, a Notary Public for Nevada, personally appeared DEANNA BERCHTOLD, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.

(SEAL)



My Commission Expires
Feb. 9, 1993.

Wendy J. Ward
Notary Public for Nevada
Residing at 1775 N. Decatur
Las Vegas, NV

This 19 day of November, 1990.

Marcia L. McClure
MARCIA MCCLURE

STATE OF NEVADA]
] ss.
County of Nye]

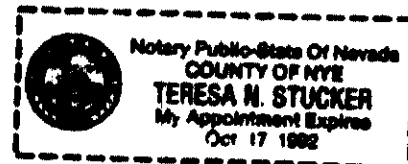
On this 19th day of November, 1990, before me, the undersigned, a Notary Public for Nevada, personally appeared MARCIA MCCLURE, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.

(SEAL)

My Commission Expires
on 10-17-92.

Teresa H. Stucker
Notary Public for Nevada
Residing at Beatty



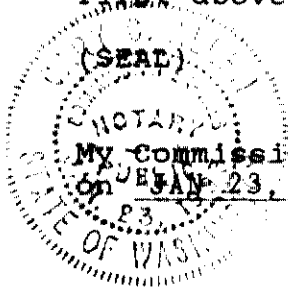
This 15TH day of NOVEMBER, 1990.

Carol L. Allen
CAROL ALLEN

STATE OF WASHINGTON]
] ss.
County of Yakima]

On this 15TH day of NOVEMBER, 1990, before me, the undersigned, a Notary Public for Washington, personally appeared CAROL ALLEN, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.



[Signature]
Notary Public for Washington
Residing at SUNNYSIDE