



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

T. H. RANCH, INC.

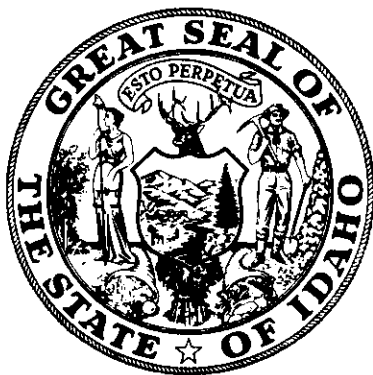
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

T. H. RANCH, 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 October 1, 1932.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

OCT 1 9 06 AM '80
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

T. M. RANCH, INC.

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

ARTICLE I

The name of the corporation is T. M. RANCH, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

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

- (a) To engage in the business of farming, and of producing, merchandising, and preserving all kinds of farm, fruit, vegetable and garden products, and of cultivating, growing, harvesting, picking, cleaning, and sorting, boxing, packaging, shipping, buying and selling, at wholesale and retail, all kinds of fruit, vegetables, farm and garden products, and to carry on all other business incident thereto or connected therewith; and to do a general commission and broker's business in any and all of the foregoing businesses, and to own, hold, buy, sell and otherwise acquire or exchange, breed, develop and handle sheep, cattle, horses, hogs and other livestock and to engage in the livestock business generally and to buy, sell, store and otherwise acquire and exchange the by-products of such livestock business.
- (b) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease,

possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

- (c) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others.

- (d) To promote or aid in any manner, financially or otherwise, any person, firm, corporation or association, and to guarantee contracts and other obligations.
- (e) To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm association or corporation, or any government or authority or subdivision or agency thereof.
- (f) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in Sections 30-1-3 and 30-1-4, Idaho Code, and to have and to exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is One Thousand Five Hundred (1,500) shares, without par value, all of one class. Said capital stock shall be non-assessible.

ARTICLE V

Provisions denying preemptive rights are: There shall be no preemptive rights to any issued and outstanding corporate shares.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation shall be set out in the By-Laws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is Route #1, Twin Falls, Idaho 83301, and the name of its initial registered agent at such address is Thomas M. Kunkel.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is three (3), 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:

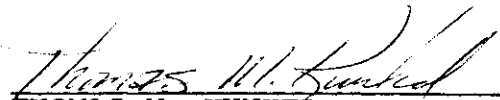
<u>NAME</u>	<u>ADDRESS</u>
Thomas M. Kunkel	Route #1 Twin Falls, Idaho 83301
Robert W. Stephan	Route #3 Twin Falls, Idaho 83301
Esther Bopp	2041 Stadium Boulevard Twin Falls, Idaho 83301.

ARTICLE IX

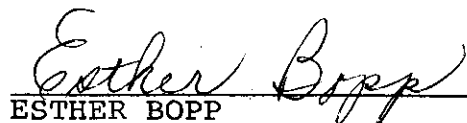
The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas M. Kunkel	Route #1 Twin Falls, Idaho 83301
Robert W. Stephan	Route #3 Twin Falls, Idaho 83301
Esther Bopp	2041 Stadium Boulevard Twin Falls, Idaho 83301

DATED This 29 day of September, 1980.


THOMAS M. KUNKEL


ROBERT W. STEPHAN


ESTHER BOPP


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STATE OF IDAHO,)
COUNTY OF TWIN FALLS.) ss.

29th day of

have hereunto set my hand
day and year in this certi-



Notary Public for Idaho,
Residing at Twin Falls, Idaho.