

## CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

**D.Y.G., Inc.**

was filed in the office of the Secretary of State on the **Twenty-fourth** day  
of **May** A.D. One Thousand Nine Hundred **Sixty-five** and  
**will be**  
/duly recorded on ~~Film-Now~~**microfilm** of Record of Domestic Corporations, of the State of Idaho,  
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for  
**perpetual existence** from the date hereof, with its registered office in this State located at

**Boise**

in the County of

**Ada**

IN TESTIMONY WHEREOF, I have hereunto  
set my hand and affixed the Great Seal of the  
State. Done at Boise City, the Capital of Idaho,  
this **24th** day of **May**,  
A.D., 19**65**.

ARTICLES OF INCORPORATION

OF

D.K.G., INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens of the United States of America, and over the age of twenty-one years, have voluntarily this day associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and in pursuance thereof, do hereby sign and acknowledge the following Articles of Incorporation, in triplicate, and do state as follows:

ARTICLE I

Name

The name of this corporation shall be D.K.G., Inc.

ARTICLE II

Location and Post Office Address

The location and post office address of this corporation shall be 900 Jefferson Street, Boise, Idaho, and the registered office of this corporation shall be at said address, but branch offices may be established either within or without the State of Idaho.

ARTICLE III

Objects and Purposes

That the objects and purposes for which this corporation is formed and the powers which it shall possess are as follows:

(a) To engage in general farming activities, including, but not necessarily limited to the acquisition of real property to be used for the purposes of all farming operations, including ranching, growing and harvesting of crops and the sale thereof, and engaging in the **general** business of buying and selling livestock of all kinds, including purchase, sale, breeding, feeding and marketing of livestock of all kinds whatsoever, and to do all things that may be necessary, incident or convenient to the carrying on of said business;

(b) To purchase, secure, use, own, sell and enjoy any and all franchises useful and beneficial for the prosecution of the business of this corporation;

(c) To receive, acquire, hold, purchase, dispose of, convey, mortgage, or lease real and personal property; dispose of, sell, lease, mortgage, assign, transfer or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge, or otherwise dispose of or deal in shares, bonds, securities and debentures, and other evidences of indebtedness of other corporations, domestic or foreign, and while the holder of any shares of stock, to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do;

(d) To purchase, acquire, hold, sell, transfer and reissue the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital stock of this corporation;

(e) To enter into contracts or obligations of any type or kind essential, necessary, or proper to the transaction of its ordinary affairs, or for the purposes of the corporation;

(f) To borrow money on its notes, bonds or other obligations for the general purposes of the corporation, and to mortgage, pledge and give in trust any and all of its property, real and personal, to secure the payment thereof;

(g) To do all things incident to the general business of this corporation in the State of Idaho, in the other states, territories, and colonial possessions of the United States and in foreign countries, and to have one or more offices and places of business in or out of the State of Idaho, and to acquire, receive, hold, purchase, lease, mortgage, dispose of or convey real and personal property situated in or out of the State of Idaho; and there to hold such meetings of stockholders or directors as may seem necessary to the operation of their business;

(h) To do and perform all other things that may be found necessary or convenient or expedient to accomplish the state purposes of this corporation, AND IT IS HEREBY DECLARED that in the interpretation of this clause, the meaning of any of the objects of the company shall not be restricted by reference to or inference from any other object or the name of the company, or by juxtaposition of two or more objects, and that in the event of any ambiguity, this clause shall be construed in such manner as to widen and not to restrict the powers of the company;

(i) To pay the expenses of and preliminary and incidental to the formation, establishment and registration of this corporation.

#### ARTICLE IV

##### Capital Stock

The capital stock of this corporation shall be One Hundred Thousand Dollars (\$100,000.00), divided into Ten Thousand Shares (10,000) of the par value of Ten Dollars (\$10.00) per share.

#### ARTICLE V

##### Sale of Stock

The Board of Directors of this corporation shall have the power and authority from time to time to authorize the sale of and to sell, for cash or otherwise, all or any portion of the unissued and/or the treasury stock of this corporation without said stock or any part thereof being first offered to the shareholders of this corporation.

#### ARTICLE VI

##### Duration

The duration of this corporation shall be perpetual.

#### ARTICLE VII

##### Authority to Make By-Laws

The authority to make By-Laws of this corporation is hereby expressly vested in the Board of Directors of this corporation, subject to the power of the shareholders to change or repeal them.

#### ARTICLE VIII

##### Effective Date of Corporation Doing Business

The effective date of this corporation to commence business shall be on the 1st day of June, 1965, and thence forward.

## ARTICLE IX

### Directors

The number of the directors of this corporation shall not be less than three (3) nor more than five (5); the number, qualifications, terms of office, manner of election, time and place of meeting, and the powers and duties of directors shall be such as are prescribed by the By-Laws of this corporation.

## ARTICLE X

### Incorporators

The names and post office addresses of the incorporators and the number of shares subscribed by each, as well as the names of the directors who shall hold office and manage the affairs of the corporation for a period of one year after its incorporation and/or until their successors are elected and qualified at the first annual meeting of the shareholders are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>Shares Subscribed</u>
J. B. Dollard	1305 Warm Springs Ave. Boise, Idaho	One
Patricia June King	1305 Warm Springs Ave. Boise, Idaho	One
Ellen Lucille Glaisyer	3214 Crescent Rim Dr. Boise, Idaho	One

IN WITNESS WHEREOF, The incorporators have hereunto set their hands this 19~~th~~ day of May, 1965.

\_\_\_\_\_  
J. B. Dollard

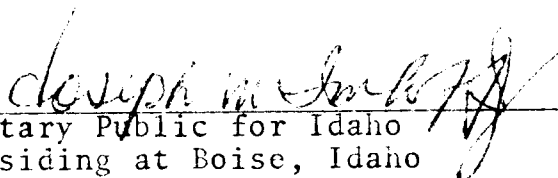
Patricia June King  
Patricia June King

Ellen Lucille Glaisyer  
Ellen Lucille Glaisyer

STATE OF IDAHO     )  
                              )  
County of Ada        )     ss.

On this 19 day of May, 1965, before me, the undersigned, a Notary Public in and for the State aforesaid, personally appeared J. B. DOLLARD, PATRICIA JUNE KING and ELLEN LUCILLE GLAISYER, known to me to be the persons described in and who executed the within and foregoing instrument, and acknowledged to me that they signed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

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

  
Notary Public for Idaho  
Residing at Boise, Idaho