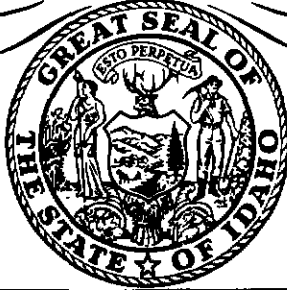


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

WEISENBURGER & SONS, INC.

was filed in the office of the Secretary of State on the **15th** day of **November** A.D., One Thousand Nine Hundred **seventy-six** and ~~will be~~ duly recorded on ~~Film-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

American Falls

in the County of **Power**

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 **15th** day of **November**, A.D., 1976 .

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
WEISENBURGER & SONS, INC.

WE, THE UNDERSIGNED natural persons of the age of twenty-one years or more, acting as Incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is WEISENBURGER & SONS, INC.

ARTICLE II - DURATION

The duration of this corporation is "perpetual".

ARTICLE III - PURPOSES

The corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be organized under this act, including but not limited to:

a. Enter into any lawful arrangement for sharing profits, union of interest, reciprocal association or cooperative association of any corporation, association, partnership, individual or other legal entity for the carrying on of any business.

b. Engage in the business activity of farming and ranching.

c. Acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or

stock or other securities, including without limitations, any shares of stock, bonds, debentures, notes, mortgages, or other obligations, and any certificates, receipts or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted and unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

d. Do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subject herein enumerated, or which may at any time appear conducive to or expedient for protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.

e. The foregoing clauses shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of ^{Idaho} ~~Idaho~~, and it is the intention that the purposes and powers specified in each of the paragraphs of this Article III shall be regarded as independent purposes and powers.

ARTICLE IV - STOCK

The aggregate number of shares which this corporation

shall have authority to issue is 50,000 shares of par value stock at \$1.00 per share, for an aggregate par value of \$50,000.

ARTICLE V - PRE-EMPTIVE RIGHTS

The shareholders shall have pre-emptive rights to acquire unissued shares of this corporation in the manner and subject to the limitations prescribed by this Article and not otherwise. Before the Board of Directors shall issue any unissued shares of this corporation, it shall notify each shareholder of the proposed issuance and of the terms and conditions under which the shares are proposed to be issued. For a period of 30 days after the giving of such notice, any shareholder shall have the right, on the same terms and conditions as is stated in the notice, to acquire such portion of the shares proposed to be issued as the shares held by such shareholder bears to the total shares issued and outstanding at the time such notice is given, such right to be exercised by giving notice of such election to the corporation at its registered office. If any shareholder does not give notice of his election to acquire such shares within such 30 day period, the shares may be issued to others but only on terms and conditions no more favorable than the terms and conditions stated in the notice to the shareholders. The shareholders shall have no pre-emptive rights to acquire treasury shares, shares issued in payment for property, tangible or intangible and real or personal, or shares issued in performing an incentive option granted to officers or employees of the corporation or officers or employees of any subsidiary corporation.

ARTICLE VI - INITIAL OFFICE AND AGENT

The address of this corporation's initial registered office, and the name of its original registered agent at such

address is:

Cecil Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

ARTICLE VII - DIRECTORS

The number of Directors constituting the initial Board of Directors of this corporation is 3. The names and addresses of persons who are to serve as Directors until the first annual meeting of stockholders, or until their successors are elected and qualify, are:

Cecil Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

JoAnn Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

Steven Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is:

Cecil Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

JoAnn Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

Steven Weisenburger
Route 1, Box 167
American Falls, Idaho 83211

Each of the above-named incorporators have subscribed for one share of common stock of this corporation.

ARTICLE IX

COMMON DIRECTORS - TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such

relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorized, approves or ratifies such contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the shareholders entitled to vote, and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract or transaction is fair and reasonable to the corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

DATED this 15 day of NOVEMBER, 1976.

Cecil Weisenburger
Cecil Weisenburger

JoAnn Weisenburger
JoAnn Weisenburger

Steven Weisenburger
Steven Weisenburger

STATE OF IDAHO)
) ss.
COUNTY OF POWER)

I, Robert Wallace, a Notary Public, hereby certify that on the 15 day of November, 1976, Cecil Weisenburger, JoAnn Weisenburger and Steven Weisenburger appeared before me, who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

My Commission expires:
23 Nov 1977

Robert Wallace
Notary Public
Residing at: American Falls