

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA ~~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

BETH WOOD FARMS, INC.

was filed in the office of the Secretary of State on the Fourth day of January A.D. One Thousand Nine Hundred Sixty-eight 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

Rexburg, in the County of Madison.

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 4th day of January, A.D., 19 68

PETE T. CENARRUSA
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION

of

SETH WOOD FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of legal age and citizens of and bona fide residents of the State of Idaho, do hereby associate together for the purpose of forming a corporation under the provisions of the laws of the State of Idaho, and do hereby adopt the following Articles of Incorporation, to-wit:

ARTICLE I.

The name of said corporation shall be SETH WOOD FARMS, INC.

ARTICLE II.

The term of existence of said corporation shall be perpetual.

ARTICLE III.

The location and post office address of its registered office in this state shall be Rexburg, Madison County, Idaho.

ARTICLE IV.

The objects and purposes for which this corporation is formed are to do any or all of the things hereinafter set forth to the same extent as natural persons might or could do, to-wit:

1. To engage in the farming and livestock business and operations or any other business said corporation may desire to enter into.
2. To purchase or otherwise acquire, own and hold unlimitedly such real and personal property of every kind and nature within or without of the State of Idaho, and in any part of the world, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any of such property.
3. To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association or corporation.

4. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants and other negotiable or transferrable instruments.

5. To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

6. To borrow money from time to time and secure the payment thereof, together with interest thereon by mortgage, deed or trust, or other lien upon or by any conveyance or transfer of any or all of its real and personal property, assets and estate, and upon its revenues, incomes and profits, or any of them.

7. To conduct business and exercise all or any of its powers as above specified or otherwise, in the State of Idaho, and/or any other state, territory, and/or colony of the United States, the District of Columbia, any foreign country and/or any other part of the world as fully and to the same extent as natural persons might or could do, either alone, or in company with others, and at its option to have one or more offices and/or places of business as it desires within or without said state, in addition to its registered and principal place of business.

8. All the foregoing provisions of these Articles are to be considered and construed both as objects and powers, and it is hereby expressly provided that the enumeration hereof of specific powers and objects shall not be held to limit or restrict in any manner the general purposes and powers of the corporation, provided however, that nothing herein mentioned shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation formed under the laws of Idaho, nor or hereafter existing, may not, at the time lawfully carry on or do. It is the intention that the purposes, objects and powers specified in each of the paragraphs of these

Articles shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Article contained or of any other provisions of these Articles of Incorporation.

ARTICLE V.

The total authorized capital stock of said corporation shall be \$225,000.00, divided into ~~2,250~~^{2,250} shares of a par value of \$100.00 each. All of said stock shall be non-assessable common stock. All of said shares of stock of this corporation are of the same class with equal rights and voting powers and without preference and/or priority of any shares over any other.

ARTICLE VI.

At the annual meeting of shareholders there shall be elected from the shareholders of this corporation a Board of Directors consisting of such number of members, not less than three, as shall be provided by the By-Laws. The directors shall hold office for the term of one year or until their successors are elected and qualified. That three of the incorporators named in these Articles shall constitute the Board of Directors as follows:

Seth Wood
Edna Lucille Wood
Richard Wood

ARTICLE VII.

The following are the names and post office addresses of the incorporators, together with the number of shares which are subscribed by each set opposite their names respectively:

NAME	ADDRESS	NO. OF SHARES
SETH WOOD	166 So. Center, Rexburg, Idaho	One
EDNA LUCILLE WOOD	166 So. Center , Rexburg, Idaho	One
RICHARD WOOD	166 So. Center, Rexburg, Idaho	One

ARTICLE VIII.

Subject always to by-laws made by the shareholders, the

Board of Directors may make by-laws, and from time to time, may alter, amend or repeal any by-laws; but any by-laws made by the Board of Directors may be altered or repealed by the shareholders any any annual meeting or any special meeting, provided notice of such proposed alteration or repeal by the shareholders be included in the notice of such special meeting of shareholders.

IN WITNESS WHEREOF, we, the undersigned, being each of the original incorporators of ^{Seth} Wood Farms, Inc., have hereunto set our hands and caused these Articles to be executed in triplicate this 3rd day of January, 1968.

Seth Wood

Edna Lucille Wood

Richard Wood

STATE OF IDAHO,)
(SS
County of Madison.)

On this 3rd day of January, 1968, before me, the undersigned, a Notary Public in and for said county and state, personally appeared Seth Wood, Edna Lucille Wood and Richard Wood known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me they executed the same.

Mary Smith

Notary Public, residing at Rexburg,
Idaho. My commission expires
June 25, 1971.