

State of Idaho

Department of State.

CERTIFICATE OF AMENDMENT OF

AGRODYNE, INC.

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

AGRODYNE, INC.

duly signed and verified 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated _____ May 29 _____, 19 80 _____



Pete T. Cenarrusa
SECRETARY OF STATE

Muriel F. Artich
Corporation Clerk

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
AGRODYNE, INC.

Pursuant to the provisions of § 30-1-61 of the Idaho Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST:

The name of the corporation is Agrodyne, Inc.

SECOND:

The following amendments to the Articles of Incorporation were adopted by the incorporator of the corporation on the 28th day of May, 1980, in the manner prescribed by the Idaho Business Corporation Act. That the entire Articles of Incorporation of Agrodyne, Inc. be repealed and amended in complete as follows:

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being a natural person of legal age and acting as incorporator of a corporation under the provisions of the Idaho Business Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this Corporation shall be:

Agrodyne, Inc.

ARTICLE II

PURPOSES AND POWERS

Section 1. Purposes. Without and in any way limiting the powers granted by the laws of the State of Idaho, the purposes for which said corporation is formed are as follows:

1.1 To engage in the research and development of alcohol related fuels and to sell franchises for the production of alcohol fuels; to conduct the aforesaid business and all of its branches, and to do such other things as are incidental, proper or necessary in the operation of said business; and in carrying out any or all of said purposes; to design, manufacture, assemble, buy, sell, import, export, display, distribute, rent, repair, maintain, equip, operate, use, and otherwise dealing in and with, at wholesale and at retail, and as principal, agent, backer, broker, commission merchant, or in any other lawful capacity.

1.2 In addition thereto, the Corporation is formed to engage in any other business or trade which, in the opinion of the directors of the Company, may be advantageously carried on in connection with or auxiliary to said primary business, and to do all such things as are incidental or conducive to the above objects or any of them.

1.3 To engage in activities that are necessary, suitable, or convenient for the accomplishment of the above mentioned purposes or which are incidental thereto, or connected therewith.

1.4 To conduct its business and carry out the above purposes in any State, territory, district, or possession of the United States of America, or any foreign country to the extent not forbidden by law.

Section 2. Powers. Pursuant to the general purposes of the corporation, the corporation is hereby authorized and empowered to do any act or to carry on any business in the State of Idaho authorized by the corporation and the State of Idaho as necessary to compliment and augment the general purposes of the corporation, including, but not limited to:

2.1 To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers.

2.2 To acquire by lease, purchase, contract, concession, or otherwise, and to own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of either within or without the State of Idaho and in any country, domestic or foreign, any and all real estate, lands, options, concessions, grants, land patents,

franchises, rights, privileges, easements, tenements, estates, hereditaments, interests, and properties of every description and nature whatsoever which the Corporation may deem wise and proper in connection with the conduct of any business or businesses herein enumerated.

2.3 To apply for, obtain, purchase, lease, take licenses in respect of, or otherwise acquire, and to hold, own, use, operate, enjoy, turn to account, grant licenses or franchises in respect of, manufacture under, introduce, sell, assign, assign, mortgage, pledge, or otherwise dispose of, any and all inventions, devices, processes; and any improvements and modifications thereof.

2.4 To apply for, purchase, or by other means acquire, hold, sell, assign, lease, mortgage, or otherwise dispose of, and protect, prolong, and renew, whether in the United States or elsewhere, licenses, franchises, protections, concessions, trademark, trade symbols, tradenames, or other indications of origin or ownership granted by or recognized under the laws of the United States, which may appear likely to be advantageous or useful to the Corporation, and to use and turn to account and to manufacture under or grant licenses, franchises, or privileges in respect of the same, and to expend money in experimenting upon the testing and improving or seeking to improve any operations, inventions, or rights which the Corporation may acquire or propose to acquire.

2.5 To subscribe for, acquire by purchase or otherwise, and to own, hold, sell, assign, and transfer shares of the capital stock of any other corporation and to exercise all the rights of a stockholder; to acquire by purchase or otherwise hold and dispose of the stock and bonds of this Corporation.

2.6 To acquire all or any part of the good will, rights, real property, personal property, and business of any person, firm, association, or corporation, heretofore or hereafter engaged in any business similar to the business of the Corporation or otherwise, and to pay for it in cash or in stock or obligations of the Corporation or otherwise, and to hold, utilize, enjoy, and in any manner dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation, and to conduct in any lawful manner in the State of Idaho and/or in any other state, territory, locality, or country, the whole or any part of the business thus acquired, provided such business is not prohibited by the laws of the State of Idaho.

2.7 To purchase, lease, or otherwise acquire lands and buildings in this State, or elsewhere, for the erection and establishment of a manufactory or manufactories and workshops, with suitable plant, engines, motors, machinery, and equipment with a view to manufacture, buy, sell, import and export, or otherwise deal in or with, as distributors and retailers, any

of the wares, merchandise, services, or goods which this Company may lawfully manufacture, deal in, or perform.

2.8 To promote and assist, financially or otherwise, corporations, firms, syndicates, associations, individuals, and others and to give any guaranty in connection therewith or otherwise for the payment of money or for the performance of any other undertaking or obligation.

2.9 To conduct and carry on its business or any branch thereof in any state or territory of the United States or in any foreign country in conformity with the laws of said state, territory, or foreign country, and to have and maintain in any state, territory, or foreign county a business office, plant or store.

2.10 To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, stores, offices, shops, warehouses, factories, mills, machinery, and plants, and any and all other structures and erections which may at any time be necessary, useful, or advantageous, for the purposes of the Corporation, and which can be lawfully done under the laws of the State of Idaho.

2.11 To do any or all of the things set forth herein to the same extent as a natural person might or could do in the State of Idaho or any part of the world as principals or agents, or otherwise alone or in company with others, without restric-

tions as to time, place, or amount.

2.12 Subject to the limitations and restrictions imposed by law, to do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals, and either as principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes, or powers, or any of them.

2.13 To issue common stock, and accept payment of subscriptions therefor and such installments, in such manner, on such terms, in money or in property, real or personal, or both, as shall be determined by the Board of Directors.

2.14 It is the intention that each of the powers specified in each of the paragraphs herein, except where otherwise specified, shall not be limited or restricted by reference to or inference from the terms of any other paragraph or of any other articles, but that the powers and the enumeration of specific powers shall not be construed to restrict in any manner the general terms and powers of this Corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature.

2.15 To engage in any business whatsoever either as principal or as agent or both, or as a syndicate, or franchise, which the Corporation may deem convenient or proper in furtherance of any of the purposes hereinabove mentioned or otherwise; to conduct its business in this state, in other states, in the District of Columbia, in the territories and possessions of the United States, and in foreign countries; and to have and to exercise all powers authorized by the laws of the State of Idaho under which the Corporation is formed, whether expressly set forth in this paragraph or not, as such laws are now in effect or may at any time hereafter be amended.

2.16 With power for its corporate purposes, to borrow money, and from time to time, make, accept, endorse, execute, issue bond, debentures, promissory notes, bills of exchange, or other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other objects or purposes of the Corporation or its business, and to secure payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreements in regard to, all or any part of the property, rights, or pledges of the Corporation wherever situated, whether now owned or hereinafter to be acquired.

2.17 To enter into any kind of contract or agreement, cooperative, or profit sharing plan with its officers or employ-

ees that the Corporation may deem advantageous or expedient or otherwise to reward or pay such persons for their services as the Directors may deem fit.

2.18 From time to time, to provide and carry out and to recall, abolish, revise, amend, alter, or change a plan or plans for the participation by all or any of the employees, including Directors and Officers of this Corporation, and for the furnishing to such employees and persons or any of them, at this Corporation's expense, of medical services, insurance against accident, sickness, or death, pensions during old age, disability or unemployment, education, housing, social services, recreation, or other similar aids for their relief or general welfare, in such manner and upon such terms and conditions as may be determined by the Board of Directors.

ARTICLE III

EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IV

STOCK

Section 1. Description of Classes of Shares. There shall be two classes of shares, all of which shall be common shares.

Section 2. Number of Shares. The aggregate number of shares which this Corporation shall have authority to issue is sixty thousand (60,000) shares with a par value of One Dollar (\$1.00) per share for an aggregate par value of Sixty Thousand

Dollars (\$60,000). This Corporation shall have authority to issue fifty thousand (50,000) shares of voting common and ten thousand (10,000) shares of non-voting non-cumulative participating preferred.

Section 3. Dividends and Liquidation. All earnings declared as dividends shall be participated in by both preferred and common shares without distinction as to class. Upon the dissolution of the Corporation and distribution of its assets, the preferred shares shall be paid in full at par before any amount shall be paid on account of the common shares.

Section 4. Voting Rights. Each voting common share shall have equal voting power; each voting common share shall entitle the holder to one (1) vote; non-voting shares shall have no voting power.

Section 5. Nonassessable. No shares shall be issued until the same are fully paid for, and when fully paid for the same shall be nonassessable. There shall be stated on each stock certificate in print the following: "The shares represented by this certificate are fully paid for and nonassessable.

ARTICLE V

REGISTERED AGENT AND OFFICE

The name of the registered agent and the location of the registered office of the Corporation are:

Mr. James A. Ririe
330 Shoup Avenue - Suite 201
Idaho Falls, Idaho 83401

ARTICLE VI

INCORPORATORS

The name and post office address of the incorporator is as follows:

Mr. James A. Ririe
330 Shoup Avenue - Suite 201
Idaho Falls, Idaho 83401

ARTICLE VII

The name and post office address of each of the initial Directors named by the incorporators to serve until the first election of directors is as follows:

Mr. James A. Ririe
330 Shoup Ave.- Suite 201
Idaho Falls, Idaho 83401

THIRD:

The number of shares of the Corporation now standing at the time of such adoption was zero; the number of shares entitled to vote thereon was zero.

FORTH:

The manner in which this amendment affects a change in the amount of stated capital, and the amount of stated capital has changed by such amendment, are as follows: stated capital is changed from \$50,000 to \$60,000.


DATED this 28th day of May, 1980.

AGRODYNE, INC.

By: 
James A. Ririe - Incorporator

STATE OF IDAHO)
) ss.
County of Bonneville)

I, BLAKE G. HALL, a Notary Public, do hereby certify that on this 28th day of May, 1980, personally appeared before me JAMES A. RIRIE, who, being by me first duly sworn, declare that he is the incorporator of Agrodyne, Inc., that he signed the foregoing document as incorporator of the corporation and that the statements therein contained are true.



Notary Public for Idaho

(Seal)