

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

FOOD BUSINESS DEVELOPMENT GROUP INC.

FILED
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SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the provisions of Section 30-1-1001 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 Food Business Development Group Inc.

SECOND: The following Amendments to the Articles of Incorporation were adopted, at a special meeting of shareholders held on May 28, 1998, in the manner prescribed by Section 30-1-1003 of the Idaho Business Corporation Act

A. The name of the corporation is to be changed from "Food Business Development Group Inc." to "Falls Feed Inc."

B. The purposes and powers of the corporation are changed to permit the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

C. Article IV shall be amended to read as follows: The aggregate number of shares which the Corporation shall have authority to

IDAHO SECRETARY OF STATE
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issue is five thousand (5,000) in number and shall be of one dollar (\$1.00) par value. Said shares of stock shall be fully paid for before being issued, and after issuance shall be nonassessable.

D. Articles V and VI shall be deleted.

E. Article VII shall be re-numbered Article V and is amended by deleting the same and restated to read: The location and address of the registered office of the corporation is 1954 North Yellowstone, Idaho Falls, Idaho, 83401, and the name of its registered agent at such address is Charles W. Houpt.

F. Article VIII shall be re-numbered Articles VI and VII.

G. The First Amended Articles of Incorporation as duly adopted by the shareholders of the corporation are attached hereto and made a part hereof by this reference and constitute the full text of amended provisions as altered and the full text of additions to the original Articles of Incorporation.

H. The particular provisions of the Articles of Incorporation which have been amended and additions or deletions to the original Articles are, as follows:

1. Article I: The name of the corporation is changed to "Falls Feed Inc."
2. Article III: The text of Article III is deleted and

amended by replacing it with the following: "The purposes of the corporation and its powers are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act."

3. Article IV: The text of Article IV is deleted and amended by replacing it with the following: "The aggregate number of shares which the Corporation shall have authority to issue is five thousand (5,000) in number and shall be of one dollar (\$1.00) par value. Said shares of stock shall be fully paid for before being issued, and after issuance shall be nonassessable."

4. Article V: This article is deleted.

5. Article VI: This article is deleted.

6. Article VII: This article is restated to read as follows:

ARTICLE V

LOCATION

The location and address of the registered office of the corporation is 1954 North Yellowstone, Idaho Falls, Idaho, 83401, and the name of its registered agent at such address is Charles W. Houpt.

7. Article VIII: This article is restated to read as follows:

ARTICLE VI

INITIAL DIRECTORS

The names and addresses of the initial directors to serve until the first election of directors are:

Ronald O. Bubar	3135 Nina Drive Idaho Falls, ID 83401
William M. Barth	3000 Gustafson Circle Idaho Falls, ID 83401
Charles W. Houpt	5430 Redondo Evita Drive Idaho Falls, ID 83401

ARTICLE VII

INCORPORATORS

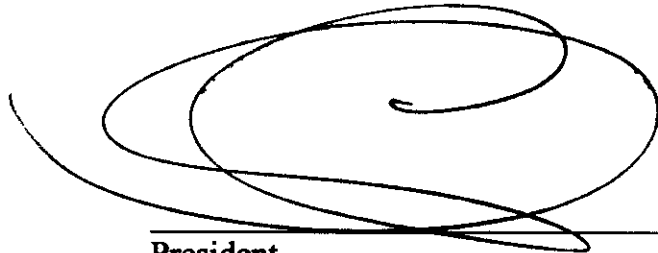
The names and addresses of each of the incorporators are:

Ronald O. Bubar	3135 Nina Drive Idaho Falls, ID 83401
William M. Barth	3000 Gustafson Circle Idaho Falls, ID 83401
Charles W. Houpt	5430 Redondo Evita Drive Idaho Falls, ID 83401

THIRD: The number of shares of the corporation outstanding is 5,000 and the number of shares entitled to vote on the Amendments is 5,000.

FOURTH: The number of shares voting in favor of the Amendments was 5,000 and the number of shares voting against the Amendments was 0.

DATED this 28 day of May, 1998.



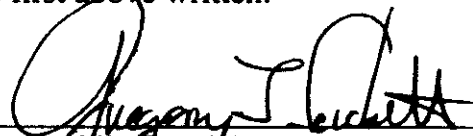
President

STATE OF IDAHO)
) ss
County of Bonneville)

On this 28 day of May, 1998, before me, Gregory L. Crockett, a Notary Public in and for said state, personally appeared CHARLES W. HOUP, known or identified to me to be the President of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

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Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: 7-1-99