

State of Idaho



CERTIFICATE OF INCORPORATION OF

AGRI BARON CORPORATION

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

AGRI BARON CORPORATION

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

Dated: *September 7, 1982*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

AGRI BARON CORPORATION

The undersigned being at least twenty-one (21) years of age, in order to form a corporation under and pursuant to the Idaho Business Corporation Act, do hereby set forth as follows:

FIRST: The name of the corporation is
AGRI BARON CORPORATION

SECOND: The location and post office address of the initial registered office in this State is c/o Jake W. Paterson, 2309 Mountain View Drive, in the City of Boise, County of Ada, State of Idaho 83704.

THIRD: The name of the registered agent at said address is Jake W. Paterson. The address of the registered office and that of the registered agent are identical.

FOURTH: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Idaho.

FIFTH: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
COMMON	250	NONE

SIXTH: The number of directors constituting the initial Board of Directors is three (3); and the names and addresses of those constituting the initial Board of Directors, to serve until the first annual meeting of shareholders, or until their successors are elected and qualify, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray A Barr	9 East 40th Street New York, New York 10016
Mark Skubicki	9 East 40th Street New York, New York 10016
Maria R. Fischetti	9 East 40th Street New York, New York 10016

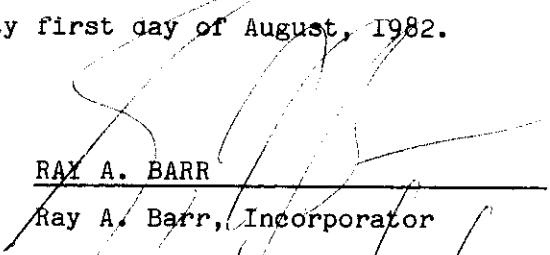
SEVENTH: The names and addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray A. Barr	9 East 40th Street New York, New York 10016
Mark Skubicki	9 East 40th Street New York, New York 10016
Maria R. Fischetti	9 East 40th Street New York, New York 10016

EIGHT: The period of duration of the corporation shall be perpetual.

NINTH: Fully paid shares of the stock of the corporation shall not be subject to assesstment.

IN WITNESS WHEREOF, we hereto sign our names and verify that the facts set forth herein are true, this thirty first day of August, 1982.


RAY A. BARR

Ray A. Barr, Incorporator


MARK SKUBICKI

Mark Skubicki, Incorporator


MARIA R. FISCHETTI

Maria R. Fischetti, Incorporator

STATE OF NEW YORK)
)ss:
COUNTY OF NEW YORK)

Be it remembered that on this thirty first day of August, 1982, personally came before me, a Notary Public in and for the County and State aforesaid, Ray A. Barr, Mark Skubicki and Maria R. Fischetti, parties to the foregoing document, known to me personally to be such, and acknowledged the said document to be their act and deed and that the facts therein stated are true.

Given under my hand and seal of office the day and year aforesaid.


~~MARGARET M. OUELLETTE~~

Margaret M. Ouellette, Notary Public

MARGARET M. OUELLETTE
NOTARY PUBLIC, State of New York
No. 43-4707076
Commissioned in Richmond County
Qualified in New York County
Commission Expires March 30, 1983