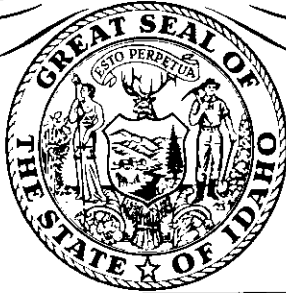


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, 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

RANCH MANAGEMENT CORP.

was filed in the office of the Secretary of State on the **Eighth** day
of **May** A.D. One Thousand Nine Hundred **Sixty-four** and
duly recorded on Film No. **128** 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
Boise in the County of **Ada**

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 **8th** day of **May**,
A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION

RANCH MANAGEMENT CORP.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, being natural persons of full age and citizens of the United States, do hereby and by these Articles of Incorporation unite and associate ourselves together for the purposes of forming a corporation pursuant to the Business Corporation Act of Idaho for the purposes hereinafter stated.

I.

The name of the corporation is:

"RANCH MANAGEMENT CORP."

II.

This corporation shall have perpetual existence.

III.

The location and Post Office address of the registered office is
2407 Eldorado Street, Boise, Ada County, Idaho.

IV.

The purposes for which this corporation is formed are:

(a) To carry on the business of ranching, farming, dairying, truck and market gardening, and of producting, merchandising, manufacturing, slaughtering and preserving all kinds of ranch, farm, dairy, fruit, vegetable and garden products, to buy,own, rent, sell, use for breeding and other purposes, and to care for for hire, cattle, horses, sheep, hogs and other stock, to purchase, own and sell all supplies,equipment and property of every kind and to carry on all activities related or incident to the business as above described.

(b) To act as an agent, factor, broker, middleman, founder, or in any capacity for manufacturers or dealers in agricultural and animal products, equipment or supplies and items associated therewith, and to employ agents, brokers, salesmen, employees or servants for carrying on any of the business of the corporation.

(c) To establish, maintain, own and operate and/or lease, buildings and other places of operation of the business or places of trading, dealing in renting, and otherwise handling and distributing agricultural and animal products or supplies and items associated therewith, and to operate all other facilities suitable or convenient in connection with the business of the corporation.

(d) To buy, or otherwise acquire, own, hold, manage, control, sell, convey, mortgage, pledge, lease, exchange, and otherwise deal in land, buildings, machinery and equipment, and other property of every kind and nature, for the operation of the business, and all businesses incidental thereto.

(e) To purchase, acquire, hold, own, lease and operate, all such real and personal property as this corporation may require, together with any and all allied businesses or operations, and with the appurtenances thereto, as may be necessary or convenient to accomplish the purposes of the corporation.

(f) To sell, convey, assign, transfer, exchange, lease, mortgage, hypothecate, or otherwise dispose of such real and personal property and business as may be owned by the corporation, and to do all things necessary to accomplish such purposes. Such sale, except in event of the sale of the assets and/or entire business of the corporation, may be made upon the authorization of the Board of Directors, without submitting same to a vote of the stockholders.

(g) To take in the name of this corporation promissory notes, bonds, stocks, debentures, contracts, or other evidences of indebtedness, secured or unsecured, in the course of its business, and to exercise in respect thereof any and all rights, powers and privileges of ownership.

(h) To borrow money in the name of the corporation and issue therefor the contracts, debentures, obligations, notes or bonds of this corporation and to secure the same by mortgages, conditional sales contract, pledges, or trust deeds upon any of its corporate property, real or personal, without limit to amount.

(i) To have and maintain offices and operations and do business in such other states and countries as the directors in their discretion shall determine.

(j) To sue, and be sued, and to adopt and use a corporate seal.

(k) To make all necessary contracts for the carrying on of its business, and to do any and all things necessary, suitable, convenient or proper, in conducting its business or any extension thereof or for the attainment of any of its objects, as the directors may from time to time determine.

(l) To enter into any kind of contract or agreement, bonus, or profit sharing plan with its officers and employees that the corporation may deem advantageous or expedient, or to otherwise pay or reward said persons for their services as the directors may deem fitting.

(m) To acquire, hold, sell, reissue, or cancel any shares of its own capital stock, provided, however, that this corporation may not use any of its funds or property for the purchase of its own common stock when such use would cause any impairment of the capital of this corporation, and provided, further, that the shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly.

(n) To purchase or otherwise acquire the whole or any part of the property, assets, business and good-will of any other person, firm, corporation or association, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management and carrying on of such business. To organize, incorporate and reorganize subsidiary corporations and joint stock companies and associations for any purpose permitted by law.

(o) The various clauses enumerated in this statement of purposes shall be construed as both purposes and powers, and the provisions contained in each statement shall be in nowise limited or restricted by inference from, or reference to, the terms of any other statement, but shall be regarded as separate and independent purposes and powers; and no recitation, expression, or statement of specific or special powers or purposes herein set forth shall be deemed to be exclusive, and it is hereby stated and declared that all other lawful powers not inconsistent to those herein set forth are included.

This corporation shall have all rights and privileges as now or hereafter may be given to corporations by the laws of the State of Idaho.

V.

The total authorized number of par value shares of stock is 2,500 shares of stock of the par value of \$100.00 each, making an aggregate of \$250,000.00, which said stock shall not be issued until fully paid for, and when so issued shall be non-assessable.

VI.

The number of directors of this corporation shall not be less than three, nor more than seven, the number to be established by the by-laws. The Board of Directors of the corporation shall have the power to amend and repeal the by-laws of the corporation and to adopt new by-laws.

VII.

This corporation reserves the right to at any time amend, alter, change, or repeal any of the Articles and provisions contained herein in the manner now or hereafter prescribed by the laws of the State of Idaho, and all rights conferred upon stockholders hereby granted are subject to this reservation.

VIII.

The names and post office addresses of the incorporators and number of shares subscribed by each are as follows:

Maxine J. McGee	P.O. Box 1368 Boise, Idaho	1 share
Alice Jones	P.O. Box 1368 Boise, Idaho	1 share
Carlene Dresser	P.O. Box 1368 Boise, Idaho	1 share

IX.

The officers and directors of this corporation shall be as approved in the by-laws.

X.

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

XI.

The shares of stock of the corporation shall not have preemptive or preferential rights and they need not be offered first to the stockholders of the corporation.

XII.

No contract, act or transaction between the corporation, any other corporation, firm or individual, shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors, officers or members of such other corporation or firm or are such individual; any director individually, or any corporation or firm of which any director may be an officer, director or member may be a party to or may be pecuniarily or otherwise interested in any contract, act or transaction of the corporation, provided that the fact that he or such corporation or firm is so interested shall be disclosed or shall have been known to the Board of Directors

or majority thereof; and any director of the corporation who for any reason has an apparent or possible interest in the contract, act or transaction may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract, act or any such transaction with like force and effect as if he were not so interested.

IN WITNESS WHEREOF, We have hereunto set our hands and seals
this 18 day of May, 1964.

E. Napier & Co. Ltd
 Perth
 Wm. C. Brown

STATE OF IDAHO,)
 : ss.
County of Ada.)

On this 8th day of May, 1964, before me, a Notary Public
in and for said State, personally appeared Maxine J. McGee, Alice Jones
and Carlene Dresser, known to me to be the persons whose names are subscribed
to the foregoing documents and acknowledged to me that they executed the
same.

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

Ida M. Sealy
Notary Public for Idaho
Residing at Boise, Idaho