



CERTIFICATE OF INCORPORATION
OF

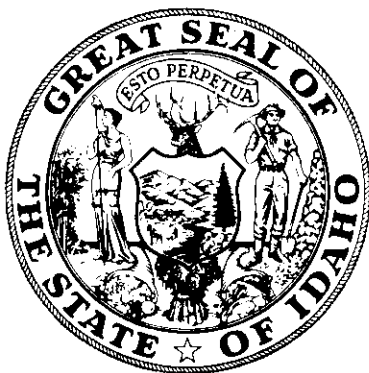
TAKATORI ASPARAGUS SEED, INC.

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 TAKATORI ASPARAGUS SEED, INC.

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: **October 10, 1984**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

OCT 10 PM 4 30

SECRETARY OF
STATE

ARTICLES OF INCORPORATION
FOR
TAKATORI ASPARAGUS SEED, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify that:

FIRST

That the name of this corporation shall be TAKATORI ASPARAGUS SEED, INC.

SECOND

This corporation is a common stock corporation.

THIRD

The period of duration for TAKATORI ASPARAGUS SEED, INC. shall be perpetual.

FOURTH

The purposes and objects for which this corporation is formed are, to develop, produce and market asparagus seed, as well as grow and sell all other agricultural products and related interests.

FIFTH

That the location and post office address of the initial registered office of this corporation in the State of Idaho, and its initial registered agent shall be as follows:

Tommy T. Takatori
Route 2, Box 2507
Parma, Idaho 83660

SIXTH

That the capital stock of this corporation shall consist of 600 shares of common stock, having a par value of One Dollar (\$1.00) per share and an aggregate par value of \$600.00; each of the shares shall be non-assessable when fully paid for.

The capital stock of this corporation shall not be divided into classes, but shall consist of one class only, that being common stock; that each share of stock shall be entitled to one vote in all matters wherein the shareholders of this corporation shall be entitled to vote, and each share shall in all respects be equal to every other share.

Capital stock shall be transferred only in accordance with such rules and regulations as are established by the by-laws of corporation, and all restrictions relative to the transfer of shares of stock of the corporation shall be noted on the stock certificate issued by the corporation.

SEVENTH

That the name and post office address of each of the incorporators, and the number of shares of the capital stock of this corporation described in the preceding paragraph, subscribed to each, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>
T. Chester Takatori	Route 2, Box 2519 Parma, Idaho 83660	200 shares
Frank H. Takatori	1744 Ohio Street Riverside, CA 92507	100 shares
Ida Takatori	1744 Ohio Street Riverside, CA 92507	100 shares

Tommy T. Takatori Route 2, Box 2507 100 shares
 Parma, Idaho 83660

Yoko O. Takatori Route 2, Box 2507 100 shares
 Parma, Idaho 83660

EIGHTH

That the right and power to adopt, repeal, alter, rescind, and amend the by-laws of this corporation and to adopt new by-laws is hereby expressly conferred upon the Board of Directors of this corporation as provided by Title 30 of the Idaho Code.

NINTH

That there shall be five (5) members of the initial Board of Directors whose names are as follows:

T. Chester Takatori
Frank H. Takatori
Ida Takatori
Tommy T. Takatori
Yoko O. Takatori

At or anytime after the first regular meeting of the members, the members may increase at any regular or special meeting by a majority of the members providing a quorum is present.

TENTH

Amendment to these articles shall require a simple majority of the outstanding stock, except where expressly provided otherwise.

IN WITNESS WHEREOF, we have hereunto set our hands this

10th day of October, 1984.

T. Chester Takatori
T. CHESTER TAKATORI

Frank H. Takatori
FRANK H. TAKATORI

Ida Takatori
IDA TAKATORI

Tommy T. Takatori
TOMMY T. TAKATORI

Yoko O. Takatori
YOKO O. TAKATORI