



ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

FILED EFFECTIVE

2005 MAY -2 AM 9:15

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

STATE OF IDAHO

Article 1: The name of the corporation shall be:

BOYER'S GROMORE INC.

Article 2: The number of shares the corporation is authorized to issue: 10,000

Article 3: The street address of the registered office is: 24676 Garden Gulch Rd Culdesac, Id 83524

and the registered agent at such address is: Casey Boyer

Article 4: The name of the incorporator is: Larry Boyer

and address of the incorporator is: 24676 Garden Gulch Rd Culdesac, Id 83524

Article 5: The mailing address of the corporation shall be:

24676 Garden Gulch Rd Culdesac, Id 83524

Optional Articles:

1. To provide agricultural services.
2. To use and apply surplus earnings or accumulated profit to the purchase and acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms, as its Board of Directors shall determine: to invest surplus funds from time to time at the discretion of the Board of Directors: to appoint such officers, employees, and agents as the business of the corporation may require, an to allow them compensation: to make bylaws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock.

Signature of at least one incorporator:

Larry M Boyer

Typed Name: Larry Boyer

Typed Name: _____

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Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
05/02/2005 05:00
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Optional Articles Continued:

3. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects, or the furtherance of any of the purposes hereinabove set forth, either alone or in association with other corporations, firms, or individuals, and to do every act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid businesses or powers, or any part or parts thereof: provided the same to not inconsistent with the laws in the State of Idaho under which this corporation is formed.
4. This corporation shall have the power to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore the proposes herein named or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation, either as holder of or as interested in any property or otherwise: and to have all the rights, powers, and privileges named or hereafter conferred by the general corporation laws of the State of Idaho Business Corporations Act as the same now exist or may from time to time be amended.
5. The duration of this corporation is perpetual.
6. The amount of the total authorized capital stock of this corporation is 10,000 shares with as per value of \$1.00 per share, and which shall be all of the same class designated as common. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock and the holder of such shares shall not be liable for any further payment thereon. Each share of the common stock shall have one full vote at the stockholder's meetings of the corporation.
7. The management of this corporation shall be vested in a Board of Directors. The number of directors of this corporation shall be not less than 2 nor more than five except that in the event all of the shares of the corporation are owned beneficially and of record by either one or 2 stockholders, the number of directors may be less than 2, but not less than the number of stockholders, and the number, qualifications, officers, terms of office, manner of election, time and place of meetings and power of directors and their duties shall be such as are prescribed by the bylaws of this corporation.
8. The Board of Directors of this corporation shall be, and they are authorized to determine the value of any property or consideration other than money, which is offered to, tendered, or paid for corporate stock.
9. The Board of Directors shall have the power to adopt, repeal, and amend the bylaws and adopt new bylaws by a vote representing a majority of the number of directors in this corporation, subject, however, to the power of the stockholders to change, amend or repeal such bylaws by a vote of the holders of 2/3's of the allotted shares of the corporation.
10. The name and address of each of the initial directors and incorporators are

Larry G Boyer
Steve A Boyer

24676 Garden Gulch Rd Culdesac, Idaho 83524
24676 Garden Gulch Rd Culdesac, Idaho 83524