

# 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

**WESTERN IDAHO POTATO PROCESSING, INC.**

was filed in the office of the Secretary of State on the **Twenty-third** day of **June**, A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **129** 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 **Jerome** in the County of **Jerome**.

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 **23rd** day of **June**, A.D., 19 **64** .

Secretary of State.

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ARTICLES OF INCORPORATION  
OF  
WESTERN IDAHO POTATO PROCESSING, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of full age and citizens of the United States, 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 in writing:

I.

That the name of said corporation shall be "WESTERN IDAHO POTATO PROCESSING, INC."

II.

That the purposes for which said corporation is formed are:

(1) To raise, produce, transport, purchase, sell and otherwise acquire and dispose of potatoes and other agricultural commodities.

(2) To process potatoes and other agricultural commodities into commercial products and to further process processed potatoes and other processed agricultural commodities.

(3) To manufacture goods and commodities from raw materials consisting in whole or in part of agricultural products or processed agricultural products.

(4) To buy, sell, transport and otherwise acquire and dispose of processed agricultural products and manufactured goods made in whole or in part of agricultural products or processed agricultural products;

(5) To engage in scientific and technical research and experiment for the purpose of discovering and developing new commodities to be made from agricultural products or processed agricultural products and for the purpose of developing new processes, techniques, and methods and improving known processes, techniques and methods in the processing of agricultural commodities

1 and manufacture of goods from raw materials which consist in whole or in part  
2 of agricultural products or processed agricultural products.

3 (6) To engage in the general warehousing business, both as private  
4 and public warehouseman of agricultural and other commodities, and to give bond  
5 and otherwise qualify and be licensed under applicable laws, both State and  
6 Federal, applying to warehousemen both public and private; to qualify when  
7 necessary or desirable for a license as weigher, grader, or inspector of ag-  
8 ricultural and allied commodities; to guarantee or furnish bond for individuals  
9 to be licensed and act as weighers, graders or inspectors of agricultural  
10 commodities under applicable laws.

11 (7) To carry on any other kind of business or business activities  
12 convenient or necessary in connection with any of the business activities  
13 specifically set forth above.

14 (8) To purchase, lease, own, sell, mortgage, sub-lease, and  
15 otherwise acquire and dispose of lands, buildings, easements and all rights in  
16 real property as well as personal property which may be requisite for the pur-  
17 poses or are capable of being conveniently used in connection with any of the  
18 objects of this corporation, and to enter into, make, perform and carry out  
19 contracts of every sort and kind with any person and to acquire and take over the  
20 good will, property, rights, franchises and assets of every kind and the liabilities  
21 of any person, firm, association or corporation either in whole or in part and to  
22 pay for the same in cash, stock or bonds of the corporation or otherwise.

23 (9) To borrow money and otherwise obtain credit for the account  
24 of said corporation, and to issue debentures or other evidences of indebtedness  
25 therefor and to obligate the assets of the corporation as security for such indebt-  
26 edness; to act as surety and guarantor in any and all types of engagements includ-  
27 ing the power to execute, endorse and deliver contracts, and to guarantee the  
28 prompt and faithful performance and payment of debts, notes, agreements, con-  
29 tracts and undertakings of any other person, firm, partnership or corporation;  
30 and including also the power to act as an accommodation, co-maker or guarantor  
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1 of obligations either as primary or secondary obligor.

2 (10) In the purchase of or acquisition of property, business rights  
3 or franchises or for any other object in and about its business or affairs, to  
4 incur debt and to borrow and secure the payment of money in any lawful manner  
5 including the issue and sale or other disposition of bonds, debentures, notes  
6 and other evidences of indebtedness.

7 (11) Without in any manner limiting any of the objects, purposes  
8 or powers of the corporation, the business or purposes of said corporation shall  
9 be from time to time to do any one or more of all of the acts or things herein  
10 set forth, as well as the other acts and things reasonably incident, necessary  
11 or convenient thereto.

12 (12) The several subdivisions contained in this paragraph of  
13 purposes shall be construed as both purposes and powers of said corporation,  
14 and the enumeration thereof shall not be held to limit or restrict in any manner  
15 the general powers conferred on business corporations by the laws of the State  
16 of Idaho, all of which powers are hereby expressly claimed.

17 III.

18 That said corporation shall have perpetual existence.

19 IV.

20 That the registered office of said corporation in the State of Idaho  
21 shall be located in Jerome, in the County of Jerome, and that the post office  
22 address of said registered office shall be P.O. Box 887, Jerome, Idaho.

23 V.

24 That the authorized capital stock of said corporation shall be  
25 \$100,000.00, divided into 1,000 shares of a par value of \$100.00 each, and that  
26 the total authorized number of shares shall be 1,000 and their total par value  
27 shall be \$100,000.00. No share of stock of the corporation when issued and  
28 fully paid for shall be subject to assessment.

29 VI.

30 That the amount of capital stock of said corporation which has  
31 been actually subscribed is \$300.00, and that the following are the names and  
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1 post office addresses of each of the incorporators and the number of shares  
2 subscribed by each:

3	NAME OF INCORPORATOR	POST OFFICE ADDRESS	NO. OF SHARES SUBSCRIBED
4			
5	Charles J. Marshall	P. O. Box 887 Jerome, Idaho	1
6	Mary Marshall	P. O. Box 887 Jerome, Idaho	1
7			
8	John Richard Marshall	P. O. Box 887 Jerome, Idaho	1

9 IN WITNESS WHEREOF, We have hereunto set our hands this  
10 22 day of June, 1964.

11 Charles J. Marshall  
12 Mary Marshall  
13 John Richard Marshall  
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15 STATE OF IDAHO )  
16 ) ss.  
17 County of Twin Falls)

18 On this 22 day of June, 1964, before me, the undersigned, a  
19 Notary Public in and for said County and State, personally appeared  
20 CHARLES J. MARSHALL, MARY MARSHALL and JOHN RICHARD MARSHALL,  
21 known to me to be the persons whose names are subscribed to the foregoing  
22 instrument and acknowledged to me that they executed the same.

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

25 J M Robertson  
26 Notary Public for Idaho  
27 Residing at Twin Falls, Idaho.  
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