



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

BEHREND FARMS, INCORPORATED

was filed in the office of the Secretary of State on the **Fourteenth** day
of **January** A.D. One Thousand Nine Hundred **Sixty-five** and
~~will be~~ duly recorded on Film No. ~~microfilm~~ 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

Aberdeen

in the County of

Bingham

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 **14th** day of **January**,
A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION OF BEHREND FARMS, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America and the State of Idaho, and each of the age of 21 years and over, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, do hereby make, sign, acknowledge, certify and file this certificate and Articles of Incorporation for the purposes as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be Behrend Farms, Incorporated.

ARTICLE II

PURPOSES

The purposes of this corporation shall be:

Section 1. To acquire, by purchase, lease or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or occupied by the corporation, buildings or other structures, with their appurtenances, and to manage, operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands or interests in lands, and any buildings or other structures, and any shops, stores, suites, rooms, or part of any buildings or other structures, at any time owned or held by the corporation.

Section 2. To engage in the cultivation, management and improvement of farms, gardens and agricultural lands, the grazing, improving, buying and selling of livestock, and to own, buy, purchase, sell, or otherwise deal in real estate and personal property, such lands, buildings and personal property as may be deemed necessary to carry

on the affairs of the business; to own or lease lands and livestock of every description, with the power of sale of those owned by the corporation or in which the corporation has an interest; to own, lease or otherwise acquire and operate, sell, trade, or otherwise deal with machinery necessary and incidental to the purposes hereof.

Section 3. To transact the business of investing on behalf of itself or others any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same or any part thereof or interest therein.

Section 4. The purposes specified herein and enumerated in this Article II shall be construed as both powers and purposes of this corporation, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another although it too be of like nature not expressed.

ARTICLE III

CORPORATE EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

Section 1. The location of the corporation's registered office in this State is Route #1, Aberdeen, Idaho. The corporation may also maintain offices at such other place or places in the State of Idaho and the United States as the Board of Directors may from time to time decide. The Post Office address of the registered offices shall be Route #1, Box 236, Aberdeen, Idaho.

Section 2. The operation and business of this corporation shall be carried on in the County of Bingham, State of Idaho, and in such other counties in the State of Idaho and in other states of the United States as the Board of Directors may from time to time decide.

ARTICLE V
CAPITAL STOCK

The amount of the capital stock of the corporation shall be \$25,000.00 to consist of 250 shares of common stock of the par value of \$100.00 each.

ARTICLE VI
MANAGEMENT

Management of this corporation shall be in a Board of Directors of three directors. The directors shall be elected at the annual meeting of the stockholders and the number of directors to serve shall be decided at the annual meeting of the stockholders as provided in the by-laws and in the manner and the method therein provided.

ARTICLE VII
DIRECTORS MEETINGS

The meeting of the Board of Directors may be held at the principal office of the corporation in this State or at such other place or places within or without this State for the transaction of any business of the corporation as the directors may by Resolution provide. The majority of the Board of Directors shall constitute a quorum and the act of the majority of the directors shall be the act of the Board. At least one member of the Board of Directors shall be a resident of the State of Idaho.

ARTICLE VIII
INCORPORATORS

The name, Post Office addresses and number of shares subscribed by each of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>COMMON STOCK</u>
Charles M. Behrend	Route #1, Box 236 Aberdeen, Idaho	1
Donna J. Behrend	Route #1, Box 236 Aberdeen, Idaho	1
Math R. Behrend	Box 567 Blackfoot, Idaho	1

All of the subscribers to these ARTICLES OF INCORPORATION are of full age, citizens of the United States and residents of the State of Idaho.

ARTICLE IX

AMENDMENT OR ALTERATION

The Board of Directors of this corporation may amend, alter, add to, change or repeal any provision contained in these ARTICLES OF INCORPORATION in the manner provided by law, such change to be accomplished by two-thirds vote of the Board of Directors.

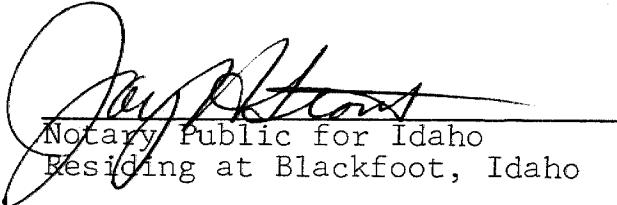
IN WITNESS WHEREOF, we as incorporators and each of us have hereunto set our hands and seals this 13th day of January, 1965.

Charles M. Behrend
Donna J. Behrend
Matt R. Behrend

STATE OF IDAHO)
:ss
County of Bingham)

On this 13th day of January, 1965, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared CHARLES M. BEHREND, DONNA J. BEHREND, and MATH R. BEHREND, known to me to be the persons whose names are subscribed to the within and foregoing certificate and ARTICLES OF INCORPORATION which they acknowledged to me that they executed as their free act and deed.

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


Notary Public for Idaho
Residing at Blackfoot, Idaho

My amn exprs: 5-27-68