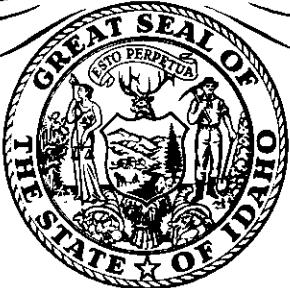


# State of Idaho



## 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

**MacKra Co.**

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **September**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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

**Pocatello**

in the County of

**Bannock**

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 **29th** day of **September**, A.D., 19**61**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF

MACKRA CO.

\* \* \*

We, the undersigned, being natural persons of full age and being citizens of the United States, and being desirous of associating ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, in pursuance of the laws thereof, have agreed and do hereby certify as follows:

ONE

That the name of this corporation shall be:

MacKra Co.

TWO

The duration of this corporation shall be perpetual, unless sooner dissolved according to law.

THREE

The location and post office address of the registered office of the corporation shall be:

P. O. Box 1489  
417 East Center Street  
Pocatello, Idaho,

but it may conduct business and establish locations or branches at such other places in the State of Idaho or elsewhere in this or any other country as the Board of Directors may from time to time provide.

FOUR

The pursuit and business agreed upon and the object of this corporation in general terms shall be as follows:

A. To conduct and carry on the business of buying, selling and dealing in all kinds of grain, feed, hay, and farm produce and products of all kinds, provisions, farm supplies and implements and livestock of all types, including but not limited to cattle, sheep, swine and horses, either in its own right or as agents or brokers for others; to do a general commission and brokerage business in any or all of the foregoing kinds of property and also in connection therewith to build, acquire, own, operate and

maintain warehouses, farms, and storage facilities of all types.

B. To purchase, sell, mortgage, hypothecate, pledge, lease or otherwise acquire, encumber or dispose of, and deal in, on its own behalf and as agent or broker for others, land, stocks, bonds, mortgages, securities, notes, contracts and obligations of governmental units, agencies, or subdivisions, corporations (public, quasi-public and private) associations, trusts, partnerships and individuals, and any and all other kinds and character of property, real, personal and mixed (the foregoing particular enumeration in no sense being used by way of exclusion or limitation), and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including in the case of stock and shares, the right to vote thereon;

C. To borrow and lend money, with or without security and to endorse or otherwise guarantee the obligations of others;

D. To act as agent for insurance companies in soliciting and receiving applications for insurance of any kind and to collect all premiums, and to do such other business as may be delegated to agents by such companies;

E. To join with other persons, natural or corporate, as joint ventures or partners in the furtherance of its financial transactions; to allow or cause the legal estate and interest in any properties or business acquired, established or carried on by this corporation, or in which it may have an interest, to remain or be vested in the names of others or to be carried on in the name of natural persons or of any other company formed or to be formed, and to manage the affairs or take over and carry on the business of any such other company, and to receive and to distribute the profits, or dividends or proportionate interest on its shares of stock, securities, or interest in such companies;

F. To operate, manage, direct and otherwise control or aid in the operation of any other business, corporation, firm or association, in which this corporation may become interested and to do any other acts or things designed to protect, preserve, improve or enhance the value of such interest, including when approved by a two-thirds majority of the stockholders,

the power to enter into and complete agreements of merger, consolidation and reorganization generally;

G. To have all power necessary, needful or desirable for the full and complete exercise of the right to act as principal, agent and broker in any form, in the acquisition, disposition, encumbrance, reorganization or sale of property, real or personal, and any and all other powers necessary or incidental to the carrying on of said business; and each and all of the powers now conferred or that may hereafter be conferred by the laws of the State of Idaho upon private corporations.

H. The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful purposes not inconsistent herewith are hereby included.

## FIVE

The amount of capital stock authorized shall be One Hundred Thousand Dollars (\$100,000.00), divided into ten thousand (10,000) shares of the par value of Ten Dollars (\$10.00) each, all of the same class of stock, which shall be non-assessable.

## SIX

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

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>	<u>Amount</u>
K. H. McIntyre	43 Mountain Drive Pocatello, Idaho	250	\$ 2,500.00
Kenneth R. MacIntyre	1001 Willow Lane Alameda, Idaho	250	\$ 2,500.00
Jerry Kracaw	South Fisher Street Blackfoot, Idaho	1	\$ 10.00

## SEVEN

The power to repeal and amend the Bylaws of this corporation and to adopt new Bylaws is hereby conferred upon the Directors of this corporation, subject to the provisions of the laws of the State of Idaho.

## EIGHT

The annual meeting of the Stockholders of this corporation shall be held on the first Monday in August of each year, at the hour of 10:00

A. M., at the office of the company in Pocatello, Idaho.

NINE

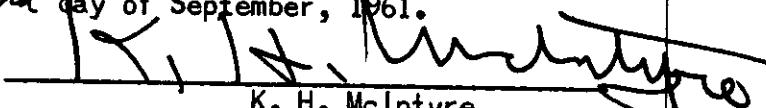
The business of this corporation shall be managed by a board of directors, which directors need not be shareholders. The number, qualifications, terms of office, manner of election, time and place, manner of calling of meeting, and the powers and duties of the directors shall, subject to the provisions of the laws of the State of Idaho, be prescribed by the Bylaws of the corporation.

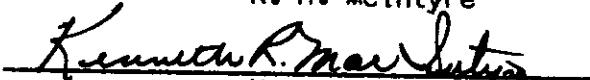
TEN

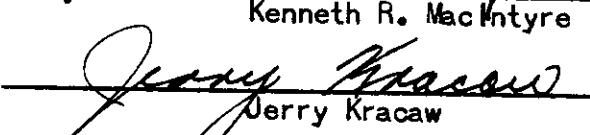
The persons who shall act as the directors of the corporation until the first election of directors shall be as follows:

<u>Name</u>	<u>Address</u>
K. H. McIntyre	43 Mountain Drive Pocatello, Idaho
Kenneth R. MacIntyre	1001 Willow Lane Alameda, Idaho
Jerry Kracaw	251 South Shilling Blackfoot, Idaho

IN WITNESS WHEREOF, the parties to this agreement have hereunto fixed their signatures this 22<sup>nd</sup> day of September, 1961.

  
K. H. McIntyre

  
Kenneth R. MacIntyre

  
Jerry Kracaw

STATE OF IDAHO )  
COUNTY OF BANNOCK ) ss.

On this 22<sup>nd</sup> day of September, 1961, personally appeared before me K. H. McIntyre, Kenneth R. MacIntyre and Jerry Kracaw, known to me to be the persons whose names are subscribed to the within instrument 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 in this certificate first above written.

  
Notary Public

My Commission Expires Jan. 31, 1962.