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CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

2010 DEC -8 PM 2:52

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Meadowbrook Land & Cattle Company, LLC

2. The complete street and mailing addresses of the initial designated/principal office:

8795 South Robin Road McCammon, ID 83250

(Street Address)

PO Box 162 McCammon, ID 83250

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

Randy Wheatley

(Name)

8795 South Robin Road McCammon, ID 83250

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

Name	Address
Randy Wheatley	8795 south Robin Road McCammon, ID 83250
Ralph Wheatley	u u

5. Mailing address for future correspondence (annual report notices):

PO Box 162 McCammon, ID 83250

6. Future effective date of filing (optional):

Signature of a manager, member or authorized person.

Signature

Typed Name: Randy Wheatley

Signature

Typed Name:

Secretary of State use only

IDAHO SECRETARY OF STATE
12/08/2010 05:00
CK: 561941 CT: 172099 BH: 1250093
1 @ 30.00 = 30.00 CONVERSION # 2

W98602

FILED EFFECTIVE**Statement of Conversion**

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SECRETARY OF STATE
STATE OF IDAHO**1. Converting Entity:**

- a. Name: Meadowbrook Land & Cattle Company, LLP
- b. Jurisdiction: Idaho
- c. Type: Limited Liability Partnership

2. Type of Converted Entity:

- a. Name: Meadowbrook Land & Cattle Company, LLC
- b. Jurisdiction: Idaho
- c. Type: Limited Liability Company

3. Effective date of Conversion: Upon filing

4. The converting entity is a domestic filing entity. The plan of Conversion is in accordance with the Idaho Entity Transaction Act.

5. The converting entity is a domestic filing entity and the public organic document requesting conversion to the Limited Liability Company is attached.

Converting Entity: Meadowbrook Land & Cattle Company, LLP

By: *Randy Wheatley* Partner/Owner
Randy Wheatley

Converting to: Meadowbrook Land & Cattle, LLC

By: *Randy Wheatley* Partner/Owner
Randy Wheatley

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