



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

C & G, INCORPORATED

was filed in the office of the Secretary of State on the **Twenty-seventh** day
of **December** A.D. One Thousand Nine Hundred **Sixty-three** and
duly recorded on Film No. **126** 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
Caldwell in the County of **Canyon.**

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 **27th** day of **December**,
A.D., 19 **63**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 C & G, INCORPORATED

4
5 KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned,
6 all being citizens of the United States, of legal age, this day hav-
7 ing voluntarily associated ourselves together for the purpose of
8 forming a corporation under and pursuant to the laws of the State of
9 Idaho, do hereby certify:

10 ARTICLE I.

11 Name

12 The name of the corporation shall be "C & G, INCORPORATED".

13 ARTICLE II.

14 Purposes

15 (a) To engage in a general agricultural farming, fruit
16 growing and farm operation business.

17 (b) To engage in the business of growing, producing and
18 marketing agricultural products and fruit of every type and nature;
19 and to engage in the business of raising, purchasing or marketing
20 poultry and poultry products of every type and nature; and to engage
21 in the business of raising, feeding or marketing livestock and ani-
22 mals of every type and description and to dispose of the products
23 thereof; and to engage in the business of producing and marketing
24 dairy products of every kind or nature.

25 (c) To acquire, own, conduct and operate farms and farm-
26 ing properties wherever situated and any and all types of endeavor
27 usually incident to farming operations.

28 (d) To acquire, own, sell and dispose of agricultural
29 supplies, poultry supplies, dairy supplies and goods, wares and
30 merchandise of every type or nature.

31 (e) To acquire, own or operate any type of mercantile
32 establishment; and to purchase, sell, barter, exchange and generally
deal in all types of goods, wares and merchandise.

(f) To purchase, own, hold, lease (either as lessor or
as lessee), exchange, subdivide, mortgage, sell and generally oper-
ate and deal in any and all types of real property within or without
the State of Idaho, necessary, suitable or useful in connection with
the operation of the business of this corporation.

(g) To acquire, own, hold, construct, erect, lease (either
as lessor or as lessee), mortgage, pledge, sell and generally oper-
ate and deal in any and all types of machinery, equipment and per-
sonal property.

(h) To purchase, hold, sell and transfer the shares of
its own capital stock; provided it shall not use its funds or prop-
erty for the purchase of its own shares of capital stock when such
use would cause any impairment of its capital; and provided further
that the shares of its own capital stock owned by it shall not be

1 voted upon directly or indirectly.

2 (i) To enter into, make, perform and carry out contracts
3 of every sort and kind which may be necessary or desirable for the
4 furtherance of the business of this corporation, with any person or
5 municipality of the United States or any foreign country, government
6 or body politic.

7 (j) To purchase, acquire and hold all or any part of the
8 property, capital stock, assets or good will of any business of any
9 person, firm, association or corporation engaged in any business in
10 whole or in part similar to that of this corporation, consistent with
11 the objects and purposes of this corporation, and to hold, utilize
12 and in any manner dispose of the whole or any part of the stock, as-
13 sets, property, good will and rights so acquired and to conduct in
14 any lawful manner in whole or in part any business so acquired, and
15 to undertake or assume the whole or any part of the obligations or
16 liabilities of any person, firm, association or corporation engaged
17 in the business so acquired.

18 (k) To adopt, apply for and register, purchase, lease or
19 otherwise acquire and to use, maintain and protect and to sell, as-
20 sign or grant licenses or other rights in respect of any trademarks,
21 trade names, patents, patent rights, copyrights, inventions, formulas,
22 processes and rights analogous thereto.

23 (l) To borrow money for any purpose of this corporation
24 without limit as to amount, and to issue bonds, debentures, notes
25 and other evidences of indebtedness, secured or unsecured, of this
26 corporation for the moneys so borrowed, or in payment for property
27 acquired, or for any other objects or purposes of this corporation
28 or in connection with its business; to secure payment of such deben-
29 tures, notes or other obligations by mortgages, or deeds of trust or
30 pledges or other liens upon any or all of the property of this cor-
31 poration wheresoever situated.

32 (m) To carry out all or any part of the foregoing objects
or purposes as principal or agent, or otherwise, either alone or in
conjunction with any person, association or other corporation and in
any part of the world; and in carrying on its business and for the
purpose of attaining or furthering any of its objects or purposes to
make and perform such contracts of any kind and description, to do
such acts and such things, and to exercise any and all such powers
as a natural person could lawfully make, perform, do or exercise,
provided that the same be not inconsistent with the objects or pur-
poses of this corporation, or the statutes of the State of Idaho.

(n) To conduct its business in all or any of its branches
in the State of Idaho and in any and all other states, territories,
possessions, colonies and dependencies of the United States of
America and in the District of Columbia, and in any and all foreign
countries and to have one or more offices within or outside the
State of Idaho.

(o) The objects as specified herein shall, except as
otherwise expressed, be in no way limited or restricted by reference
to or inference from the terms of any other clause or paragraph of
these Articles. The objects, purposes and powers specified in each
of the clauses or paragraphs in these Articles shall be regarded as
independent objects, purposes and powers.

ARTICLE III.
Duration

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV.
Place of business

The location and post office address of the registered office of this corporation in the State of Idaho shall be Caldwell in the County of Canyon, State of Idaho.

ARTICLE V.
Stock

This corporation is authorized to issue one class of shares of its capital stock to be designated as common stock; the total number of shares of common stock which this corporation shall be authorized to issue is 750. The aggregate par value of the capital stock of this corporation shall be \$75,000.00; and the par value of each of said shares of common stock shall be \$100.00.

ARTICLE VI.
Incorporators

The names and post office addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of those incorporators are as follows:

NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
J. S. Chaney	P.O. Box 115 Middleton, Idaho	One
J. M. Johnson	9th & Dearborn Sts. Caldwell, Idaho	One
F. H. Banks	9th & Dearborn Sts. Caldwell, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of twenty one years and is a citizen of the United States of America.

ARTICLE VII.

The capital stock of this corporation shall be nonassessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

ARTICLE VIII.

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, We, the undersigned, for the purpose of forming this corporation under the statutes of the State of

Idaho, have executed these Articles of Incorporation this 24th day of December, 1963.

J. S. Chaney (SEAL)
J. S. Chaney
J. M. Johnson (SEAL)
J. M. Johnson
F. H. Banks (SEAL)
F. H. Banks

STATE OF IDAHO }
County of Canyon } ss.

On this 24th day of December, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared J. S. CHANEY, J. M. JOHNSON and F. H. BANKS known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and I further certify that each of said persons acknowledged to me that they were each over the age of twenty one years and were each citizens of the United States of America.

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

Donald E. Dumen
Notary Public for Idaho
Residing at Caldwell, Idaho