

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

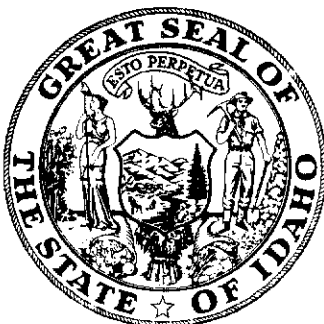
MAGIC SEED, INC.

File number C 118783

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 21, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hottel*

**ARTICLES OF INCORPORATION OF
MAGIC SEED, INC.**

I

II

III

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capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises and assets of every kind and the liabilities of any person, firm association, or corporation, either wholly or in part, and to pay for the same in cash, stocks or bonds of the corporation, or otherwise.

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

F. Without in any particular way limiting any of the objects or purposes or powers of the corporation, the business or purposes of the company shall be empowered from time to time to do any one or more or all of the acts and things herein set forth and to engage in the general commercial business, and all such other acts, things, and business in any way connected therewith or auxiliary thereto.

G. To transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV

The aggregate number of shares which the corporation shall have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	10,000	No	10,000 Shares

V

Provisions denying preemptive rights are: None.

VI

Provisions for the regulation of the internal affairs of the corporation are: None.

VII

The Address of the initial registered office of the corporation is 983 Kenyon Road, Twin Falls, Idaho, 83301, and the name of its initial registered agent at such address is Calvin R. Lamborn.

VIII

The number of directors constituting the initial board of directors of the corporation is two (2). This number may be changed by the bylaws of the corporation, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Calvin R. Lamborn	983 Kenyon Road Twin Falls, ID 83301
Bonnie D. Lamborn	983 Kenyon Road Twin Falls, ID 83301

IX

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Calvin R. Lamborn	983 Kenyon Road Twin Falls, ID 83301
Bonnie D. Lamborn	983 Kenyon Road Twin Falls, ID 83301

DATED This 19th day of March, 1997.

Calvin R. Lamborn
CALVIN R. LAMBORN

Bonnie D. Lamborn
BONNIE D. LAMBORN

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 19 day of March, 1997, before me, the undersigned Notary Public in and for said County and State, personally appeared CALVIN R. LAMBORN and BONNIE D. LAMBORN, known to me to be the persons whose names are subscribed to the foregoing 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 this certificate first above written.

Julie A. Conway
NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls, Idaho
Comm. Expires: 9-8-2001