



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

GOODING-LINCOLN-JEROME DAIRY HERD IMPROVEMENT ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **17th** *day*
of **September** *A. D. One Thousand Nine Hundred* **Fifty-four** *and*
is duly recorded on Film No. **87** *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 and
Sections 30-1001 to 30-1005, inclusive, 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

Thirty (30) Years *from the date hereof, with its registered office in this State located at*

Jerome

in the County of

Jerome

and as such are subject to the rights, privileges and limitations granted to Non-Profit cooperative Associations, as provided in Chapter 10, Title 30, Idaho Code.

*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

17th *day of* **September,**

A.D., 19 54 .

Secretary of State.

ARTICLES OF INCORPORATION

OF

GOODING-LINCOLN-JEROME DAIRY HERD IMPROVEMENT ASSOCIATION, INC.

We, the undersigned, all of full age and citizens of the United States, for the purpose of forming a non-profit corporation, pursuant to the provisions of Title 30, Chapter 10, Idaho Code, do hereby adopt and sign the following Articles of Incorporation.

ARTICLE I.

NAME PLACE PURPOSE

SECTION I. The name of this association shall be, "Gooding-Lincoln-Jerome Dairy Herd Improvement Association, Inc."

SECTION II. The principal place of business of this Association shall be in the city of Jerome and State of Idaho.

SECTION III. The purpose of this Association shall be to provide means and methods for improving the dairy herds of the members. This will be accomplished through the keeping of production records of each cow, on the basis of which unprofitable cows may be eliminated and feeding done more economically.

SECTION IV. To perform such acts as are necessary to give effect to the purpose of this Association and as may be authorized by the act under which it is organized.

SECTION V. This Association shall be organized on a membership basis and shall not have any capital stock. It shall not operate for profit but solely for the service to the dairy industry of the State of Idaho and the United States. No member or director shall be personally liable for any of the debts, liabilities or obligations of the Association.

SECTION VI. To act as the agent or representative of any member or members or of any other association or corporation, or person in any of the above mentioned activities.

SECTION VII. To buy, hold and exercise all privileges of ownership of such real or personal property as may be necessary or convenient for the conduct of any of the business of the Association, or incidental thereto.

SECTION VIII. To do each and everything necessary, suitable or proper for the accomplishment of any one of the purposes, or the attainment of any one or more of the objects herein enumerated, or conducive to, or expedient for the interest or benefit of the Association, and to contract accordingly, and in addition thereto, to exercise and possess all power, rights and privileges necessary or incidental to the purpose for which the Association is organized, or to the activities in which it is engaged, and in addition, any other rights, powers and privileges granted by the laws of the State of Idaho to ordinary corporations save and except as expressly forbidden by the aforementioned Chapter and Title, and to do any and all such things anywhere.

ARTICLE II.

PERIOD

The time of commencement of this Association shall be Sept. 17, 1954, and the period of its corporate existence shall be thirty years from and after such date.

ARTICLE III.

MEMBERSHIP

The membership of this Association shall be composed of owners of dairy herds who comply with the by-laws of this Association. Regular members shall have one vote. Partnerships, corporations or institutions shall be limited to one member and one vote. The membership fee shall be five (\$5.00) Dollars. The annual dues and monthly fees shall be set by the Board of Directors for the purpose of covering expense involved in transacting the business of this Association.

ARTICLE IV.

ANNUAL MEETING

There shall be an annual meeting of the members of this Association, held in accordance with the provisions of the by-laws of such Association.

ARTICLE V.

DIRECTORS

The Board of Directors of this Association shall consist of six directors, three of whom shall be elected each year to serve for a period of two years.

Of the three directors elected each year, one shall be elected from each county represented in the membership of this Association. All members in good standing shall be entitled to one vote for each director to be elected. The election of directors as herein provided will be held at the annual meeting of the Association, as provided for in Article IV., and the by-laws of this Association. Each director so elected shall continue his term of office for a period of two years, or until such time as a duly elected and qualified successor replaces him.

Four or more members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors called by the duly elected president thereof. Any vacancy occurring in the Board of Directors shall be filled by a majority vote of the remaining members of the Board, provided, however, that the person filling such vacancy in accordance with such vote shall be from the same county as the director who has vacated such position.

ARTICLE VI.

OFFICERS

The officers of this Association shall be a president, vice-president, and secretary-treasurer. Each of such officers shall be members of the Board of Directors and such officers shall be elected by the Board of Directors at a meeting of such Board to be held concurrent of the annual meeting of the Association, and immediately subsequent to the election of new directors held at such annual meeting. All officers elected as herein provided shall serve for a period of one year or until their successors are duly elected and qualified. Vacancies occurring in the offices hereinbefore enumerated prior to the expiration of the term of office shall be filled by the Board of Directors at a meeting to be called for such purpose by the highest ranking remaining officer. The officer filling such vacancy need not be the director from the same county as that which the vacating officer represented. The Board of Directors shall have authority in addition to the general conduct of the business of this Association to call such meetings of the members of said Association at any time, provided, however, that ten days written notice of such meeting be furnished to each member in good standing at his last recorded address.

ARTICLE VII.

INCORPORATORS

The names and places of residence of the incorporators of this Association are:

<u>Harold G. Hobson</u>	<u>Gooding Idaho</u>
<u>Harold Mc Cord</u>	<u>Wendell Idaho</u>
<u>Keith A. Jackson</u>	<u>Shoshone Idaho</u>
<u>Forrest H. Boerner</u>	<u>Jerome, Idaho</u>
<u>Clair Dexter</u>	<u>Jerome Idaho</u>
<u>F. C. Wentworth</u>	<u>Shoshone Idaho</u>

STATE OF IDAHO)
) ss.
COUNTY OF)

On this 26th day of August 1954, before me, the undersigned, a Notary Public in and for said State, personally appeared Harold G. Hobson, Harold Mc Cord, Keith A. Jackson, Forrest H. Boerner, Clair Dexter, and F. C. Wentworth

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.

[Signature]
Notary Public for Idaho

Residing at Jerome, Idaho

My commission expires May 15, 1957

No. 7400

Articles of Incorporation
of

GOODING-LINCOLN-JEROME DAIRY
HERD IMPROVEMENT ASSOCIATION,
INC.

Place of Inc. Jerome
Existence 30 Years
Capital None

SEPT 20 1954
Department of State
Des Moines, Iowa

Approved, filed and registered to the
records of Articles of Incorporation
of the State of Iowa on Certificate
issued this 17th
day of September 19 54
at 8:30 o'clock A.M.

FEES PAID

Filing \$ 5.00
Recording 2.00
~~Cost copy~~ _____
Certificate _____
~~License Tax~~ _____

TOTAL \$ 7.00

IRA H. MASTERS

Secretary of State
Paula P. Jensen
Corporation Clerk

Filed by Clair Dexter, Secretary
Jerome

INDEXED

RECORDED

PHOTOGRAPHED