

# **CERTIFICATE OF INCORPORATION**

I, JAS H. YOUNG, 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

## R. D. O'HARRA AND SON, INC.

was filed in the office of the Secretary of State on the**21st**dayofMarchA.D. One Thousand NineHundredFifty-eightandduly recorded on Film No.102of 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

Ennett

in the County of

Gem

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 **21st** day of **March** , A.D., 1958 .

Secretary of State.

# ARTICLES OF INCORPORTION

## OF

# R. L. O'HARRA ANL SON, INC.

KNOW ALL WEN BY THUSE PRESENTS, That we, the undersigned, ROBERT L. O'HAREA, PAULINE O'HARRA, ROBERT P. O'HARRA and JOHN C. OMMARKA, being each persons of full age, residents of the State of Idaho, and citizens of the United States, desiring to form a General Business Corporation under and by virtue of the provisions of Chapter I of Title 30 of the Idaho Code, and we do hereby certify, declare and adopt the following Articles of Incorporation:

I

The name of the corporation is R. D. O'HARRA AND SON, INC.

#### II

The nature, objects and purposes of this corporation shall be to do any and all of the things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

a. To cultivate and improve farms, gardens and agricultural land and to raise and improve livestock of all types and descriptions.

b. To carry on all or any of the business of dairymen, cheese, butter, egg, pork pie and sausage manufadurers and merchants, bacon curers, poultry and live stock breeders, butchers, bakers, confectioners, refreshment contractors, fermers, grocers and general provision merchants and dealers.

To sell, breed, import, export, improve, prepare, deal and trade in cattle, pigs, poultry, game, and live and dead stock of every description, milk, cream, butter, cheese, eggs, pork pies, sausages, brawn, potted meats, table delicacies and other commodities, goods or things.

To purchase, sell and deal in milk and cream and other dairy products and to manufacture and sell any derivatives or products of milk or cream, and for the purpose above described to operate an artificial cold storage plant, and to manufacture ice. c. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time, for the purpose of purchasing property, or for any other purpose in or about the business of the corporation, and if deemed proper, to secure the payment of any such obligations by mortgage, pledge, deed of trust or otherwise.

d. To acquire, and take over as a going concern and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith to acquire the good will and all or any of the assets and to assume or otherwise provide for all or any of the liabilities of such business.

e. To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise turn to account or deal with all or any part of the property of the corporation.

f. To carry on business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

g. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the corporation or business of a similar nature, with any person, firm, corporation, private, public or municipal body politic under the government of the United States, or any state, territory or colony thereof or any foreign government, so far as and to the extent that the same may be done and performed by corporations organized under the General Corporation Law.

h. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore setforth, either alone or in connection with other corporations, firms or individuals and either as principals, or agents and to do every other act or acts, thing or things, incidential or appurtement to or growing out of or connected with the aforesaid objects, purposes or powers or any of them.

i. The foregoing enumeration of special powers shallnot be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Idaho upon corporations organized under the provisions of Chapter I of Title 30, Idaho Code.

#### TII

This corporation shall have a total authorized capital stockas follows:

#10,000 divided into 1,000 shares of common stock of the par value of #10.

IV

Each of the stockholders of record shall be entitled to at all meetings of the corporation and in any other matter requiring a vote, to one vote for each share of stock standing in his name upon the books of the corporation. In voting for directors or officers the stock may be voted cumulatively.

V

The office of the corporation shall be located at \_\_\_\_\_\_. Route 2\_\_\_\_, Route\_, Idaho.

V.

The duration of the corporation is to be perpetual.

VII

The number of directors is to be not less than three (3) or more than seven (7) in number. The directors need not be stock-holders.

### VIII

The names and post office addresses of each subscriber and the number of shares which each agrees to take are as follows:

R. L. O'HARRA	Meridian, Idaho	Common	1
PAULINE O'HARKA	Meridian, Idaho	Common	1
ROBERT P. O'HAANA	Emmett, Idaho	Common	1
JOAN C. O'HARRA	Emmett, Idaho	Common	1

No contract or other transaction of the corporation with any other person, firm or corporation or in which this corporation is interested shall be affected or invalidated by the fact that any one or more of the directors of this corporation is interested in or is a director, individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a director of the corporation is hereby relieved from all liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be in any wise interested.

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The shares of stock shall not be transferred in any manner whatsoever unless the holder thereof first offers them to the corporation at par value.

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these	Article	s of ]	[neorporsti	o <b>n</b> '	thi <b>s</b>	20+	4. day	of _	March	,
1958.										

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STATE OF IDAHO ) ) ss. County of Ada. )

On this <u>setting</u> day of <u>Juck</u>, 1958, before me, the undersigned, a Notary Public in and for said State, personally appeared R. L. O'HAERA, PAULINE O'HAERA, ROBERT P. O'HAERA and <del>JOAN C</del>. CHAERA, known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and they severally acknowledged to me that they executed the same.

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

Notary Public for Idaho Residing at Boise, Idaho