



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

HOOF AND HORN EMPIRE RANCHES, INC.

was filed in the office of the Secretary of State on the **Fourth** day
of **November,** A.D. One Thousand Nine Hundred **Sixty-three** and
duly recorded on Film No. **125** 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
Boise in the County of **Ada.**

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 **4th** day of **November**,
A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
HOOF AND HORN EMPIRE RANCHES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho and we do hereby certify:

I.

Name: The name of this corporation shall be 'HOOF AND HORN EMPIRE RANCHES, INC.:

II.

Duration: The duration of this corporation shall be perpetual.

III.

Location and Post Office Address: The location and post-office address of the registered office of this corporation in the State of Idaho shall be Boise, Ada County, Idaho.

IV.

Powers and Purposes: The general nature of its business shall be to engage in all lawful activities and particularly shall be as follows:

(a) To engage generally in the ranching and farming business and in pursuit of such business to engage in all functions and activities related thereto including farming, raising, growing, feeding and pasturing of livestock, buying, leasing and selling or otherwise dealing with all types of livestock, conducting an artificial breeding program, buying, selling or otherwise acquiring and dealing with feed of every kind and description whatsoever, and employing managers and general ranch hands for the

purpose of conducting a general ranching business; to buy, sell, job or otherwise deal in, either at wholesale or retail, meat, meat products, dairy products and edible foods of every kind and description; to pack, cure, render, refine and deal in meats and meat products and to manufacture, produce and generally deal in all articles made from the carcasses of animals; to establish, buy, lease or otherwise acquire, own, maintain, operate and dispose of all facilities and structures necessary or expedient for such purposes.

(b) To design, construct, remodel and otherwise deal with buildings of all kinds including houses, barns, sheds and other buildings or structures of every kind and description whatsoever and to construct or otherwise acquire dams, wells and ditches; to employ engineers, architects, builders and contractors for such purposes.

(c) To enter into any kind of contract or agreement, cooperative or profit sharing or pension plan with its officers or employees that the corporation may deem advantageous or expedient, or otherwise to reward or pay such persons for their services as the directors may deem fit.

(d) To purchase, lease, or otherwise acquire real and personal property of all kinds or interests, contracts, equities or leases therein in the United States or elsewhere and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights; and generally to do anything or perform any act which, in the judgment of the directors or stockholders of the corporation, shall be necessary or proper and conducive to the best interests of said corporation in carrying out the purposes and business of this corporation.

(e) To make all types of contracts and enter therein as may be necessary and proper to effect its purposes and conduct its proper business.

(f) To engage in the logging, buying, trading and selling of timber.

(g) To engage in the development of all types of recreation and sporting facilities, such as fishing, boating, camping, skiing, guided hunting and/or any other sports.

(h) To manufacture, buy, sell, deal in and with goods, wares, merchandise and other personal property of all kinds and descriptions, without limitation, at such places and locations as may be determined by the Board of Directors of this corporation.

(i) To buy, receive, use, sell, mortgage, lease or bond or otherwise dispose of any and all such real estate or personal property as may be necessary, useful or desirable for it to own, use or dispose of for its purposes.

(j) The property of the corporation may be sold, mortgaged or otherwise be disposed of by the directors as they feel necessary to further the purpose of this corporation.

(k) To borrow money and contract debts, when necessary for the transaction of business, or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness, payable at specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for any other lawful objects.

(l) To loan money, with or without security, and to make secure the same by taking promissory notes, contracts, agreements and other pledges.

(m) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the

capital stock, bonds, securities or evidence of indebtedness created by any other corporation or corporations of this state, or any other state or government, and, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

(n) To organize and cause to be organized other corporations and to subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company, or association, now or hereafter existing, and whether created by or under the laws of the State of Idaho, or otherwise, and while owners of any such shares of the capital stock or bonds or other property to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose from time to time, to the same extent as natural persons might or could do.

(o) To purchase, hold, sell and reissue the **shares** of the stock of this corporation.

(p) To purchase or otherwise acquire letters patent, concessions, licenses, inventions, rights and privileges, subject to royalty or otherwise, and whether exclusive, non-exclusive, or limited, or any part interest in such letters patent, concessions, licenses, inventions, rights and privileges, whether in the United States of America or in any other part of the world; to sell, let, or grant any patent rights, concessions, licenses, inventions, rights or privileges belonging to the corporation, or which it may acquire, or any interest in the same; to register

any patent or patents for any invention or inventions, or obtain exclusive of other privileges in respect to the same, in any part of the world, and to apply for, exercise, use or otherwise deal with, or turn to account any patent rights, concessions, monopolies, or other rights or privileges, either in the United States or in any other part of the world.

(q) To purchase or otherwise acquire, lease, assign, mortgage, pledge or otherwise dispose of any tradenames, trademarks, concessions, inventions, formulae, improvements, processes of any nature whatsoever, either of the United States or of any foreign countries, and to accept and grant licenses thereunder.

(r) To carry on any business whatsoever which the corporation may deem proper or convenient in connection with the foregoing purposes, or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation, or to enhance the value of its property; and to hold, purchase, mortgage and convey real and personal property, either in or out of the State of Idaho, and to have and to exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the act pursuant to and under which this corporation is formed.

(s) To buy, lease, or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will, and assets of any person, firm, association or corporation, either foreign or domestic, engaged in any business in which this corporation would have the right to engage under these Articles of Incorporation and to assume or undertake in whole or in part the liability of any person, firm, corporation or association.

(t) For the purpose of securing all or any of its contracts, obligations, or liabilities, to convey, transfer, assign, deliver, mortgage, pledge, or otherwise hypothecate, all or any part of the property or assets at any time held or owned by this

corporation and to enter into cross-guarantees and cross-pledges jointly and cooperatively with related or subsidiary corporations or associations.

(u) To do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate or Articles of Incorporation, or any amendment thereof, or necessary or incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the corporation, or any amendment thereof.

(v) To do any and all such other acts, things and business, and to exercise any and all powers which a natural person could do or exercise and which now or hereafter may be authorized by law.

V.

Directors: The business of this corporation shall be managed and conducted by a board of not less than three nor more than seven persons as the bylaws of the corporation shall from time to time provide. The original Board of Directors shall consist of three (3) persons, and shall so remain until otherwise provided by the Bylaws. Directors of the corporation shall be elected by the holders of voting stock for a term of one (1) year each and until their successors are appointed and qualified, at each regular annual stockholders meeting. All of the corporate powers of the corporation, including the right to sell, mortgage or otherwise encumber property, shall be exercised by the Board of Directors without the consent or ratifying vote of the stockholders.

A. M. FERRO
ATTORNEY AT LAW
414 WALKER BANK BUILDING
SALT LAKE CITY, UTAH 84111

VI

Location for Transaction of Business: The Board of Directors of this corporation may meet and transact the business of this corporation either at the principal place of business herein designated or at such other place within or without the State of Idaho as may be designated by a majority of the Board of Directors.

VII

Capital Stock: This corporation shall have a total authorized capital stock of Two Hundred Thousand Dollars (\$200,000.00), divided into two hundred thousand shares (200,000) of the par value of One Dollar (\$1.00) per share, common stock.

VIII

Bylaws: The Directors of this Corporation shall have power to adopt, amend and repeal the By-Laws of the Corporation by a vote of the majority of the members of the Board of Directors. By-Laws adopted by the Directors pursuant to the power herein granted may be altered or repealed by a majority vote of the allotted shares of the Corporation.

IX

No Assessment: The shares of stock of this Corporation shall not be subject to assessment.

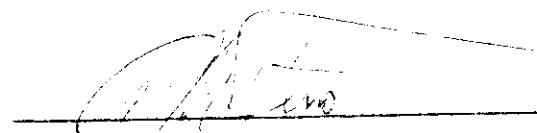
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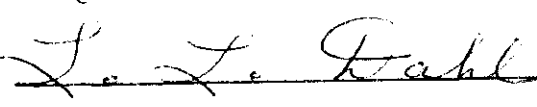
Incorporators: The names and the post office addresses, together with the number of shares of stock subscribed by each of the incorporators, are as follows:

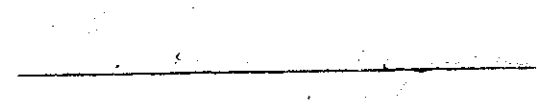
A. M. FERRO
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Name	Post Office Address	No. of shares	Par Value
A. M. Ferro	1166 South Fifth East Salt Lake City, Utah	65,000	\$1.00
L. L. Dahl	P. O. Box 2363 Boise, Idaho	65,000	1.00
Barbara Jeppson	2516 East 21 South Salt Lake City, Utah	10	1.00

IN WITNESS WHEREOF, we have hereunto set our hands and
seals this 10th day of October, 1963.








STATE OF UTAH }
COUNTY OF SALT LAKE } ss.

On this 10th day of October, 1963, before me, a notary
public, in and for the State of Utah, personally appeared A. M.
Ferro, L. L. Dahl, and Barbara Jeppson, 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.



Notary Public
Residing in: Kearns, Utah

My Commission expires:

May 3, 1965