

State of Idaho

Department of State

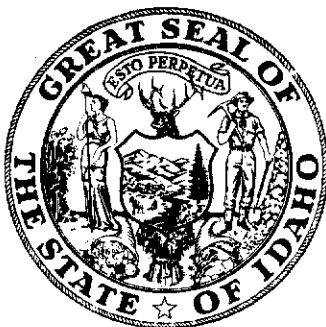
CERTIFICATE OF INCORPORATION OF

M.E.W. LIVESTOCK CO., INC.
File number C 117892

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: January 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hartley*

ARTICLES OF INCORPORATION

OF

M. E. W. LIVESTOCK CO., INC.

JUN 15 6 54 AM '97
STATE OF IDAHO

The undersigned, acting as incorporators of M. E. W. Livestock Co., Inc., a corporation under the Idaho Business Incorporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is M. E. W. Livestock Co., Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(A) To engage in a general livestock and ranching business both on its own account and as agent; to feed, range, graze, manage, herd, control, brand, care for, purchase, market, and sell livestock of every kind, both on its own account and as agent for other persons or corporations; and to buy, lease, cultivate, manage, operate, and sell ranch properties and products therefrom both on its own account and as agent for other persons or corporations.

(B) To carry on any other kind of business or business activities that the Board of Directors may from time to time deem to be advisable or proper with the business.

ARTICLES OF INCORPORATION

SECRETARY OF STATE
DATE 01/16/1997 0900 55739
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CK #: 2878 CUST# 47068
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#: C

1 (C) To transact any and all lawful business for which corporations may
2 be incorporated under the Idaho Business Corporation Act.

3
4 FOURTH: The aggregate number of shares which the corporation shall
5 have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	10,000	-0-	10,000 at -0- Par

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9 FIFTH: Provisions denying preemptive rights are set forth in the
10 ByLaws.

11 SIXTH: Provisions for the regulation of the internal affairs of the
12 corporation are set forth in the ByLaws.

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14 SEVENTH: The address of the initial registered office of the corporation
15 is 3874 N 1300 E, Buhl, Idaho 83316 and the name of the initial registered agent at
16 such address is LaRay Easterday.

17
18 EIGHTH: The number of the directors constituting the initial board of
19 directors of the corporation is five. This number may be changed by the ByLaws of the
20 corporation, and the names and addresses of the persons who are to serve as director
21 until the first annual meeting of shareholders or until their successors are elected and
22 shall qualify are:
23

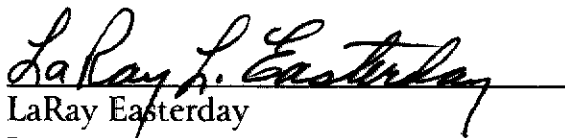
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<u>NAME</u>	<u>ADDRESS</u>
LaRay Easterday	3874 N 1300 E, Buhl, ID 83316
Randall Easterday	3948 N 1300 E, Buhl, ID 83316
Robin Wilson	3500 N 1200 E, Buhl, ID 83316
Larry M. Melo	31312 NE 149th Court Battleground, WA 98604
Nelson M. Melo	15101 NE 3011th St. Battleground, WA 98604

NINTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
LaRay Easterday	3874 N 1300 E, Buhl, ID 83316

DATED this 14 day of January, 1997.

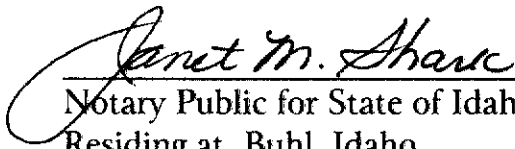

LaRay Easterday
Incorporator

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

On this 14th day of January, 1997, before me, the undersigned, a Notary Public in and for said County and State, personally appeared LaRay Easterday, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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



Notary Public for State of Idaho
Residing at Buhl, Idaho.
My Commission Expires: 6-18-97