

201
FILED/EFFECTIVE

ARTICLES OF INCORPORATION

01/24/2001 8:33

OF

STATE OF IDAHO ARTHUR FEED LOTS, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is ARTHUR FEED LOTS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to carry on all lawful business, as provided by the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares with no par value.

FIFTH: Provisions denying preemptive rights are: NONE

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE

SEVENTH: The address of the initial registered office of the corporation is 970 West 100 South, Paul, Idaho, and the name of its initial registered agent at such address is Jerold Arthur.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Jerold Arthur	970 West 100 South Rupert, Idaho 83350
Laura Mae Arthur	970 West 100 South Rupert, Idaho 83350

NINTH: The name and address of each incorporator and initial share(s) of stock issued are:

IDAHO SECRETARY OF STATE
01/24/2001 09:00
CK: 7261 CT: 4547 BH: 374575
1 @ 100.00 = 100.00 CORP # 2

C 137373

<u>Name</u>	<u>Address</u>	<u>Share</u>
Jerold Arthur	970 West 100 South Rupert, ID 83350	70%
Laura Mae Arthur	970 West 100 South Rupert, ID 83350	30%

DATED this 17th day of January, 2001.

Jerold Arthur
JEROLD ARTHUR

Laura Mae Arthur
LAURA MAE ARTHUR

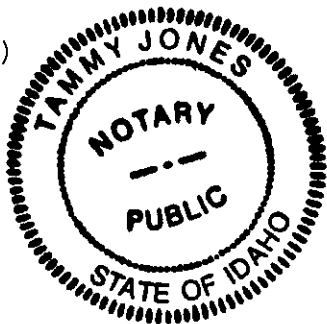
by Jerry Arthur
her attorney in fact

STATE OF IDAHO)
) ss.
County of Minidoka)

On this 17th day of January, in the year of 2001, before me the undersigned notary public in and for said state, personally appeared JEROLD ARTHUR, known or identified to me to be the person whose name is 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 first above written.

(SEAL)

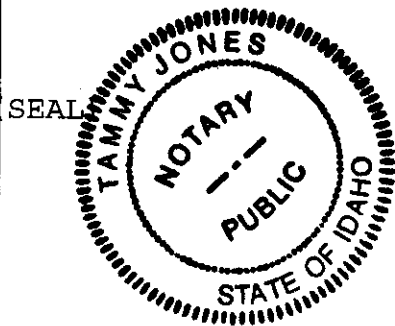


Tammy Jones
Notary Public
Residing at Rupert, Idaho
My Commission expires 11-4-2005

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

On this 17th day of January, 2001, before me the undersigned notary public in and for said state, personally appeared Jerold Arthur known to me to be the person whose name is subscribed to the within instrument as the attorney in fact of Laura Mae Arthur and acknowledged to me that he subscribed the name of Laura Mae Arthur thereto as principal, and his own name as attorney in fact.

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



Tammy Jones
Notary Public
Residing at Rupert, Idaho
My Commission expires 11-4-2005

POWER OF ATTORNEY

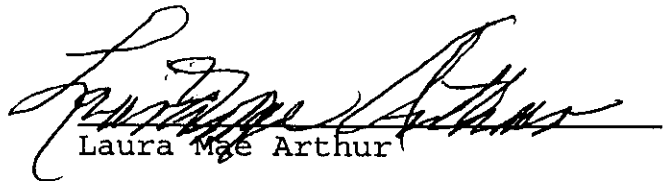
KNOW ALL PERSONS BY THESE PRESENTS, that LAURA MAE ARTHUR, a widow, whose current address is 1040 West 100 South, Paul, Idaho, has made, constituted and appointed and by these presents does make, constitute and appoint JEROLD R. ARTHUR, whose current address is 1025 West 100 South, Paul, Idaho, her true and lawful attorney for her and in her name, place and stead, and for her use and benefit, to ask, demand, sue for, recover, collect and receive all such sums of money, debts, dues, accounts, legacies, bequests, interests, dividends, annuities, and demands whatsoever as are now or shall hereafter become due, owing, payable or belonging to her and have, use and take all lawful ways and means in her name or otherwise for the recovery thereof, by attachments, arrests, distress or otherwise, and to compromise and agree for the same, and acquittances or other sufficient discharges for the same, for her and in her name, to make, seal and deliver; to bargain, contract, agree for, purchase, receive, and take lands, tenements, hereditaments and accept the seisin and possession of lands, and all deeds and other assurances, in the law therefor, and to lease, let, demise, bargain, sell, remise, release, convey, mortgage and hypothecate lands, tenements, and hereditaments upon such terms and conditions, and under such covenants as he shall think fit. Also, to bargain and agree for, buy, sell, mortgage, hypothecate, and in any and every way, and manner deal in and with goods, wares, and merchandise, chooses in action, and other property in possession or in action and to make, do and transact all and every kind of business of whatsoever nature or kind, and also for her and in her name and as her act and deed to sign, seal, execute, deliver and acknowledge such deeds, leases and assignment of leases, covenants, indentures, agreements, mortgages, hypothecations, bottomries, chargerparties, bills of lading, bills, bonds, notes, receipts, evidence of debt, releases and satisfaction of mortgage, judgment and other debts, and such other instruments in writing or whatever kind and nature as may be necessary or proper in the premises.

GIVING AND GRANTING unto her said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises, as fully to all intents and purposes as she might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming

all that said attorney or his substitute shall lawfully do or cause to be done by virtue of these presents.

This Power of Attorney is intended by me to continue in full force and effect until revoked by written instrument executed by me or my death or by the order of a court of competent jurisdiction, and I desire and direct that this Power of Attorney shall remain in full force and effect during any period of mental or physical disability or incapacity as authorized by Sections 15-5-501 through 15-5-507 of the Idaho Code.

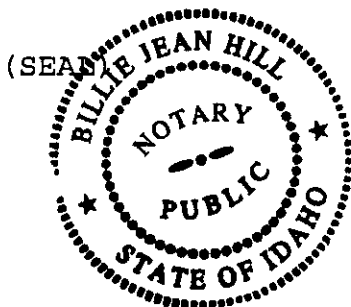
5th IN WITNESS WHEREOF, I hereto have set my hand the day of November, 1998.

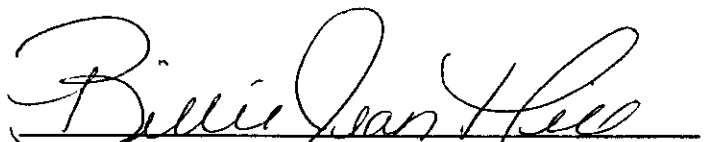

Laura Mae Arthur

STATE OF IDAHO)
) ss.
County of Cassia)

On this 5th day of November, in the year of 1998, before me the undersigned notary public in and for said state, personally appeared Laura Mae Arthur, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

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




Notary Public
Residing at Kimberly Rd
My Commission expires 4/8/2002