

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

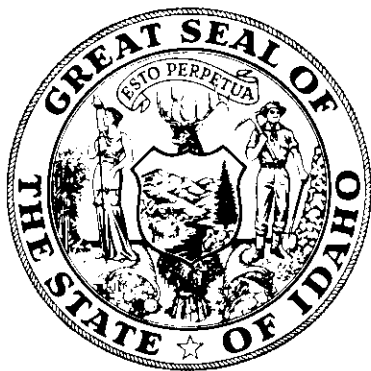
BECKETT DAIRY FARM, INC.

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 _____
BECKETT DAIRY FARM, INC.

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: December 13, 1932.



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Muriel E. Artich*

ARTICLES OF INCORPORATION
OF
BENNETT DAIRY FARM, INC.

I, the undersigned incorporator, being a person legally competent to enter into contracts, for the purpose of forming a corporation under the laws of the State of Idaho, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is: BENNETT DAIRY FARM, INC., and is organized at Franklin County, Idaho.

ARTICLE II

DURATION

The time of duration of this corporation is perpetual, subject to dissolution as authorized by law.

ARTICLE III

PURPOSE

The purposes of this corporation are as follows:

(a) To carry on the business of farming, dairying, and of producing, merchandising, manufacturing and preserving all kinds of farm, dairy and meat products, and to carry on all other business incident thereto or connected therewith.

(b) To purchase, own, improve, equip, operate, and manage farms and engage in any agricultural pursuit or undertaking.

(c) To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in, and dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the corporation.

(d) To engage in any business whatsoever, either as principal or as agent, or both, which the corporation may determine convenient or proper in furtherance of any of the purposes hereinabove mentioned or otherwise; and to have and acquire all the powers authorized by the laws of the State of Idaho under which the corporation is formed, whether expressly set forth in this article or not, as such laws are now in effect or may at any time hereafter be amended or enacted.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation shall be: Route 2, Box 166, Preston, Idaho, 83263, and the initial registered agent shall be: FERN W. BENNETT.

A place of business and branch offices for the conducting or carrying on of any portion of the business may be established in any state, territory, or possession of the United States of America in which a corporation having the above powers can legally function, and the corporation may have one office or more than one office and keep the books of the corporation outside the State of Idaho.

ARTICLE V

AUTHORIZED SHARES

The capital stock of the corporation shall amount to Five Hundred Thousand and No/100 (\$500,000.00) Dollars. The capital stock of the corporation shall be divided into Five Hundred (500) shares of Common Stock at One Thousand (\$1,000.00) Dollars par value. At such time as the Board of Directors may by resolution direct, said capital stock shall be paid into the corporation either in cash or by the sale and transfer to it of real or personal property and any other valuable right or thing for the use and purpose of the said corporation, in payment for which shares of the capital stock of the corporation will be issued and the capital stock so issued shall thereupon and thereby become and be fully paid-up and nonassessable forever, and in the absence of actual fraud in the transactions, the judgement of the Board of Directors as to the value of the property purchased shall be conclusive. The corporation by the action of its shareholders, is authorized to increase, decrease or reclassify its stock, or to recall the same. In addition to its capital stock, the corporation may accept additional cash or property as paid-in surplus.

ARTICLE VI

INCORPORATOR

The name and post office address of the incorporator and the number of shares for which she subscribes is as follows:

<u>NAME & ADDRESS</u>	<u>NUMBER OF SHARES</u>
FERN BENNETT Route 3, Box 166 Preston, ID 83263	500

ARTICLE VII

BOARD OF DIRECTORS

The name and post office address of each of the proposed members of the initial Board of Directors are as follows:

FERN W. BENNETT	Route 3, Box 166 Preston, ID 83263
CURTIS BENNETT	1417 East Heather Drive Layton, UT 84041
SHAUNA B. IVERSON	Route 3, Box 166 Preston, ID 83263
FAUSTINE RICHINS	Route 2, Box 166 Preston, ID 83263
REGAN WHEELER	2530 West 2000 South Lewiston, UT 84320
JOEL HOYT	395 North 200 West Hyde Park, UT 84318

ARTICLE VIII

CORPORATE AFFAIRS

The method and manner of holding director's meetings and stockholder's meetings, the authority and duties of each of the officers of the corporation, and all other matters for management and control of the corporation shall be determined by the By-Laws of the corporation and by the laws of the State of Idaho.

ARTICLE IX

AMENDMENTS TO ARTICLES

These articles may be amended in any respect conformable to the laws of the State of Idaho and by a vote of the required percentage of stockholders as required by the laws of the State of Idaho in a meeting of stockholders called for that purpose as prescribed by law.

ARTICLE X

AMENDMENTS TO BY-LAWS

The board of directors may repeal and amend the By-Laws of the corporation and adopt new By-Laws.

IN WITNESS WHEREOF, I hereunto set my hand and seal
this 10th day of December, 1982.

Fern W. Bennett
FERM W. BENNETT