

**FILED EFFECTIVE**

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ARTICLES OF INCORPORATION SECRETARY OF STATE  
STATE OF IDAHO

OF

Amaizing American Distributing, Inc.

KNOW ALL MEN BY THESE PRESENTS:

THAT we, Galen W. Guthrie, Ray Saito, and Al Saito, who are residents of the State of Idaho, and R. Wesley Harris, and Robert Dohlke, residents of the state of California, are citizens of the United States and natural persons of legal age, have this day voluntarily decided to form a corporation for profit under the laws of the State of Idaho, and we do hereby certify and state:

I.

The name of this corporation is:

Amaizing American Distributing, Inc.

II.

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

III.

Said corporation is formed for the following purposes:

- A. To carry on and conduct the general business of operating a food manufacturing plant and marketing and distribution of farm commodity products under the laws of Idaho.
- B. To lend or advance money or give credit to such persons, firms, corporations or associations on such terms as may seem expedient;
- C. To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in, or

PAGE ONE OF FIVE Articles of Incorporation

IDAHO SECRETARY OF STATE  
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dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the company.

D. To carry on other business, of any nature, whatsoever, which may seem to the corporation capable of being conveniently carried on in connection with it's business or calculated, directly or indirectly, to enhance the value of any of the corporation's property or rights or generally to enhance the profitability of the corporation;

E. If deemed advisable by the corporation, to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or co-employees of the corporation, the stockholders of the company or their heirs, to grant pensions to employees and stockholders and to make payments toward insurance;

F. To acquire the goodwill, right, property and, assets of all kinds and to undertake the whole or any part of liabilities of any person, firm, association or corporation on the conditions that may be agreed upon; to pay for the cash, stocks, bonds, debentures or other securities of corporation or otherwise; and to acquire and/or take all or of the business, assets, liabilities of any person, firm ion or corporation;

G. To borrow money of any person, firm or corporation, issue bonds, debentures or obligations of this corporation over time for any of the objectives or purposes of the corporation and to secure the same by mortgage, pledge, deed of Trust, or any other lawful means with the property of the corporation;

To do any and all things necessary, suitable or for the accomplishment of any of the purposes, for the corporation of any of the objectives, for the exercise of any of rights herein set forth, whether specified herein or not;

#### IV.

There shall be one class of capital stock of the corporation and it shall be known as common stock. The aggregate number of shares which the corporation shall have authority to issue is 500 thousand (500,000) shares, no par value, non-assessable.

#### V.

##### Registered Agent and Address

The registered agent is Ray Saito, The registered office of the corporation is located at 270 East 7<sup>th</sup> Street, Weiser, Idaho, 83672.

Mailing address for registered office is P.O. Box 728, Weiser, Idaho, 83672

#### VI.

The number of directors of this corporation shall not be less than three directors, except that in cases where shares of the corporation are owned beneficially and of record either by one or two stockholders, the number of directors may less be than three, but not more than the number of stockholders.

VII.  
Board of Directors

The name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify, are as follows:

Galen W. Guthrie (208-869-5159)  
1860 W. 4<sup>th</sup> Street  
Kuna, Idaho, 83634

Al Saito, 208-573-4905  
1087 Olds Ferry Road  
Weiser, Idaho, 83672

Ray Saito, 208-573-4907  
P.O. Box 728,  
Weiser, Idaho, 83672

Robert W. Dohlke, 707-447-1622  
P.O. Box 1627  
Travis A. F. B. California, 94535

Physical Address for Robert Dohlke  
307 Perth Ct.  
Vacaville, California, 95687

R. Wesley Harris, 858-229-5127  
1516 Minden Drive  
San Diego, California, 92111

## VIII.

Power to write the By-laws shall be in the stockholders and the  
By-laws may be amended, adopted or repealed by a majority vote of the stockholders.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by  
all of the initial incorporators of Amaizing American <sup>Distributing,</sup> Feeds, Inc.

Dated May 20, 2003

Ray Saito  
Ray Saito

Al Saito  
Al Saito

Galen W. Guthrie  
Galen W. Guthrie

Robert W. Dohlke  
Robert W. Dohlke

R. Wesley Harris  
R. Wesley Harris