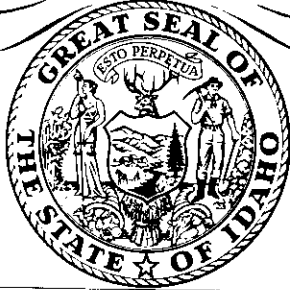


State of Idaho



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

BRYANT'S FEED YARDS, INC.

was filed in the office of the Secretary of State on the **First** day of **September**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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

Burley

in the County of

Cassia

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 **1st** day of **September**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
BRYANT'S FEED YARDS, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, BEING NATURAL CITIZENS OF FULL AGE, AND CITIZENS OF THE UNITED STATES OF AMERICA, IN ORDER TO FORM A CORPORATION FOR THE PURPOSES HEREINAFTER STATED, UNDER AND PURSUANT TO THE PROVISIONS OF THE GENERAL LAWS OF THE STATE OF IDAHO, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I.

The name of the Corporation shall be "BRYANT'S FEED YARDS, INC."

ARTICLE II.

The purposes of the corporation are: (1) To buy, sell, and deal in all classes and description of livestock and poultry; to feed, care for, keep and do such other things as are necessary for the raising of livestock for sale or for custom raising; to carry on a general livestock feeding and raising of livestock business and the purchasing or acquiring and selling or otherwise disposing of the necessary supplies, products, and equipment necessary in said business; to buy, lease, or otherwise acquire, own, maintain, operate and dispose of real property, stockyards, and necessary buildings

therefor, and all other facilities and structures necessary or expedient for such purposes.

(2) To act as a partner or in a joint venture with any other person or corporation in any transaction.

(3) To have and exercise all rights and powers from time to time granted to a corporation by law.

ARTICLE III.

The corporation is to have perpetual existence.

ARTICLE IV.

The location and post office address of its registered office in this State shall be Burley, County of Cassia, State of Idaho.

ARTICLE V.

The total number of shares which the corporation is authorized to issue is 100 shares. The aggregate par value of said shares is \$50,000.00, and the par value of each share is \$500.00. And all meetings of the stockholders, every stockholder of record shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, provided, however, that in the election of directors, every shareholder of record, in calculating the number of votes to which he may be entitled, shall have the right to multiply the number of his shares by the number of directors to be elected, and he may cast all such votes for one candidate or he may distribute them among two or more candidates.

ARTICLE VI.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

| NAME | POST OFFICE ADDRESS | NO. OF SHARES |
|------------------|--------------------------|---------------|
| Read L. Bryant | Burley, Idaho | 1 |
| Leola P. Bryant | Burley, Idaho | 1 |
| Rita B. Fletcher | Rapid City, South Dakota | 1 |

ARTICLE VII.

The Board of Directors shall consist of Three (3) directors. during the term of their office, or their after, the number of directors may be increased or decreased from time to time as provided by the By-Laws; provided, however, that the number of directors constituting the board shall not be less than Three (3) nor more than Five (5).

ARTICLE VIII.

The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the directors, as well as upon the shareholders, to be exercise by such vote of the directors or of the allotted shares as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-Laws.

ARTICLE IX.

No contract or other transaction between the cor-

poration or any other corporation, whether or not the majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecunarily or otherwise interested in or are directors or officers of such other corporation; any director individually may be a party or may be pecunarily or otherwise interested in any contract or transaction of the corporation and any director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the company which shall authorize or contract or transaction and may vote thereon to authorize such contract or transactions with like force and effect as if he were not such a director or officer of such other corporation and not so interested.

IN WITNESS WHEREOF, We have hereunto set our hands and seal this 17th day of August, 1961.

David L. Bryant (SEAL)

Leola P. Bryant (SEAL)

Rita B. Fletcher (SEAL)

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STATE OF IDAHO)
County of Cassia) ss.

On this 17th day of August, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared Read L. Bryant and Leola P. Bryant, 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.

Wm A Parsons
Notary Public for Idaho,
Residing at Burley, Idaho.

STATE OF MICHIGAN)
County of INGHAM) ss.

On this 21st day of August, 1961, before me, the undersigned, a Notary Public in and for said State, personally appeared Rita B. Fletcher, known 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.

Joseph E. Shedy
Notary Public for Michigan,
Residing at Lansing.
JOSEPH E. SHEEDY
Notary Public, Ingham County, Mich
My Commission Expires Jan. 12, 1963