

Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, 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

HOWARD R. ADAMS AND SONS, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 2nd day of January 19 75, original articles of amendment, as provided by Sections 30-146 and 30-147, Idaho Code, Amending Articles 1 through 6 and adding Articles 7 and 8.

and that the said articles of amendment contain the statement of facts required by law, and are to be recorded on Film/No/ microfilm of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 2nd day of January ,
A. D. 19 75 .

Secretary of State

AMENDED ARTICLES OF INCORPORATION

OF

HOWARD R. ADAMS & SONS, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being all of the shareholders of HOWARD R. ADAMS & SONS, INC., all citizens of the United States of America, residents of the State of Idaho, and all over the age of 21 years, do hereby amend the Articles of Incorporation of HOWARD R. ADAMS & SONS, INC., heretofore filed in the office of the Secretary of State of the State of Idaho and do hereby adopt the following Amended Articles of Incorporation and do hereby certify and declare:

ARTICLE 1. NAME OF CORPORATION: The name of the corporation is HOWARD R. ADAMS & SONS, INC.

ARTICLE 2. PURPOSES: The corporation is organized for the purposes of:

(a) To acquire farm property and other real estate by purchase, lease or otherwise and to improve and develop the same and thereon to plant, cultivate and harvest crops of all kinds.

(b) To breed, raise, buy, pasture and prepare for market, exhibit, sell, and deal in livestock of all kinds.

(c) To do everything incidental or conducive to the full accomplishments of the objects of a general farming, ranching, and livestock business.

(d) To carry on the business of public and private warehousing and all of the business necessarily or impliedly incident thereto, and to further carry on the business of general warehousing, to construct, hire, purchase, operate, and maintain all or any means or conveyances for the transportation to and from storage any and all products, goods and merchandise; to issue certificates, warrants, and warehouse receipts, negotiable or

1 otherwise to persons warehousing goods with the corporation;
2 to construct, purchase, take or lease or otherwise acquire a ware-
3 house or warehouses or other premises deemed capable of being
4 used advantageously in connection with the business of the
5 corporation and generally to carry on and undertake any and all
6 business undertaking, transaction or operation commonly carried
7 on or undertaken by warehousemen.

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

16 (f) To manufacture, design, process, repair, construct,
17 buy, sell and generally deal in tractors and farm machinery of
18 all kinds, character, and description, and all parts, accessories,
19 and incidentals connected therewith together with all equipment
20 incidental or necessary thereto.

21 ARTICLE 3. EXISTENCE: The corporation shall have
22 perpetual existence.

23 ARTICLE 4. LOCATION AND POST OFFICE ADDRESS: The
24 location and post office address of the registered office in
25 the State of Idaho shall be Oakley, Cassia County, Idaho.

26 ARTICLE 5. STOCK: The corporation is authorized to
27 issue two classes of shares of stock to be designated as "Preferred"
28 and "Common" respectively; the total number of shares of common
29 stock that may be issued by this corporation is 10,000 shares
30 without par value and 20,000 shares to be preferred shares with
31 a par value of \$100.00 each. The common stock shall be voting
32 stock and voting may be cumulative. The preferred stock shall

1 be non-voting stock. All or any part of the shares of the common
2 and preferred stock may be issued by the corporation from time to
3 time as the Board of Directors shall determine and when said
4 shares are issued such shares shall be deemed fully paid and
5 nonassessable.

6 The holders of preferred stock shall be entitled to and
7 shall be paid a guaranteed yearly dividend at the rate of 5%
8 per annum per year. Such dividends shall be cumulative and shall
9 be paid annually each year at a date to be selected by the directors.
10 Each and every certificate of preferred stock shall be subject to
11 redemption, and may at the option of the directors, on any
12 dividend date be called and retired at the price of One Hundred
13 Dollars (\$100.00) per share and the amount of the dividends
14 accrued and unpaid at the date of the redemption.

15 Notice of the intention to call and retire a certificate
16 shall be given to the holder thereof thirty (30) days before the
17 due date at which the same is to be retired. Such notice shall
18 be given when served personally upon the owner of the certificate
19 or when placed in an envelope, postage prepaid, addressed to the
20 holder of the certificate at his or her address as it appears on
21 the books of the corporation and deposited in any United States
22 Post Office.

23 ARTICLE 6. INCORPORATORS AND SHAREHOLDERS: The names
24 and addresses of the incorporators and the present shareholders
25 and the number of shares of stock subscribed by each are as follows:

26	NAME	ADDRESS	NO. OF SHARES
27	Howard Adams	Oakley, Idaho	8.073
28	LaVon Adams	Oakley, Idaho	8,073
29	George Becker and 30 Eileen Becker	Oakley, Idaho	670
31	Dale Adams	Oakley, Idaho	670
32	Leon Adams	Oakley, Idaho	670

1 ARTICLE 7. DIRECTORS: The Board of Directors shall
2 consist of not less than three (3) nor more than five (5) directors.
3 During the term of their office, or thereafter the number of
4 directors may be increased or decreased from time to time as
5 provided by the By-Laws.

6 ARTICLE 8. CONTRACTS: No act of the corporation shall
7 be in any way affected or invalidated by the fact that any of
8 the directors of the corporation are pecuniarily or otherwise
9 interested in or are directors or officers of another corporation
10 with whom this corporation may be transacting business. Any
11 director may be a party to or may be pecuniarily interested in
12 any contract or transaction of this corporation and any of the
13 directors of this corporation who are so interested may be counted
14 in determining the existence of a quorum at any meeting of the
15 Board of Directors of this corporation which shall authorize
16 such contract or transaction and may vote thereon to authorize
17 such contract or transaction with the same right, force and
18 effect as if he or she were not such a director or officer or
19 such other corporation or business entity or not so interested
20 therein.

21 IN WITNESS WHEREOF, we, all of the shareholders of
22 HOWARD R. ADAMS & SONS, INC., have executed this Amended Articles
23 of Incorporation this 17th day of December, 1974.

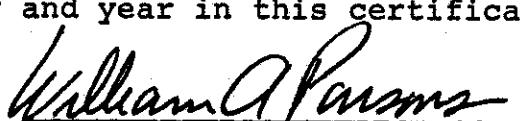
Howard R. Adams
LaVawn B. Adams
H. George Adams
Mark Adams
H. George Becker
Eileen Becker

30 STATE OF IDAHO)
31 County of Cassia) ss

32 On this 17th day of December, 1974, before me,

1 the undersigned, a Notary Public in and for said State, personally
2 appeared HOWARD ADAMS, LAVON ADAMS, GEORGE BECKER, EILEEN BECKER,
3 DALE ADAMS and LEON ADAMS, known to me to be the persons whose
names are subscribed to the within instrument, and acknowledged
to me that they executed the same.

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

6 
7 Notary Public for Idaho
Residing at Burley, Idaho