

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

RUSSET POTATO COMPANY

was filed in the office of the Secretary of State on the **Fourteenth** day of **February** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **127** 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 **Blackfoot** in the County of **Bingham.**

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 **14th** day of **February**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
RUSSET POTATO COMPANY

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America and the State of Idaho, and each of the age of 21 years, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, do hereby make, sign, acknowledge, certify and file these Articles of Incorporation for the purposes as follows:

ARTICLE I.

The name of this corporation shall be RUSSET POTATO COMPANY.

ARTICLE II.

The term of this corporation shall be perpetual.

ARTICLE III.

The location and post office address of the registered office of this corporation shall be P. O. Box 1015 Blackfoot, Idaho.

ARTICLE IV.

That the purposes for which said corporation is formed are:

(a) The primary business in which this corporation intends initially to engage is farming and the raising and selling of livestock;

(b) To purchase or otherwise acquire, own, hold, lease, sell, exchange, transfer, mortgage, pledge or otherwise dispose of, to guarantee, invest, trade and deal in and with real and/or personal property of every kind, type and description, and any and all interests therein;

(c) To lend money and to negotiate and make loans, either on its own account or as agents for others;

(d) To borrow money, to issue bonds, debentures, notes and other obligations of this corporation for any objects of this corporation, and to mortgage, pledge, hypothecate or convey in trust, any and all of its property for the payment thereof;

(e) To discount and negotiate promissory notes, drafts, bills of exchange and any other evidences of indebtedness, and to collect for others money due them based upon any evidence of indebtedness.

(f) To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association, corporation, municipality, state or government, or any subdivision, district or department thereof;

(g) To acquire shares of stock, bonds or notes of this corporation, or the assets or goodwill of any person, firm, association or corporation, and to undertake or assume all or any part of the obligations or liabilities thereof;

(h) To engage in and conduct any and all enterprises relating to the acquisition, manufacture or sale of lumber, lumber products, building materials or supplies;

(i) To do any and all other acts, things, business or businesses in any manner connected with or necessary, incidental or convenient to any of the objects hereinabove enumerated, or directly or indirectly calculated to promote the interests of this corporation; and in carrying out its purposes, or for the purpose of attaining or furthering any of its business, to do any and all acts and things, and to exercise any and all other powers, which a natural person or copartner could do or exercise, which may now or hereafter be authorized by

law;

(j) To carry on the business of farming, dairying, truck and market gardening, and of producing, merchandising and preserving all kinds of farm, dairy, fruit, vegetable and garden products, and to carry on all other business incident thereto or connected therewith.

(k) To acquire, own, buy, sell, hold, convey, construct, operate, manage, control, lease, mortgage, convey in trust, bond, equip and maintain buildings, rights of way, pumps, poles, pipes, wires, conduits, flumes, reservoirs, ditches, machinery, and all appurtenances and appliances capable of being or necessary to be used in the distribution of water upon the property owned or leased by it, also to sink wells for the purposes of developing water, and to construct pipe lines for the purpose of distributing solely for its own use, or for the use of its tenants, water for irrigation purposes upon the property owned or leased by it.

(l) To purchase, own, raise, operate, manage, sell, mortgage, transfer in trust, pledge, hypothecate, lease, rent, assign and transfer livestock of all classes and description.

(m) To conduct and carry on the business of buying, selling and dealing in all kinds of grain, hay or other farm produce and farm products, livestock and provisions, and all other kinds of goods, wares and merchandise, and to do a general commission and brokerage business in any or all of the foregoing kinds of property.

(n) The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and the statement contained in each clause shall be in no way restricted or limited by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific power or purpose shall be deemed to be exclusive, it being hereby expressly declared that all other lawful powers and purposes not inconsistent herewith

are hereby included.

(o) This corporation shall have the power and authority to transact any or all of its business in any state or country.

ARTICLE V.

The amount of the total authorized stock of this corporation shall be \$25,000.00, divided into 2,500 shares of \$10.00 par value each, of common, non-assessable stock, and the rights appertaining thereto shall be in all respects equal, and the shares may be increased or decreased as provided by the laws of the State of Idaho.

ARTICLE VI.

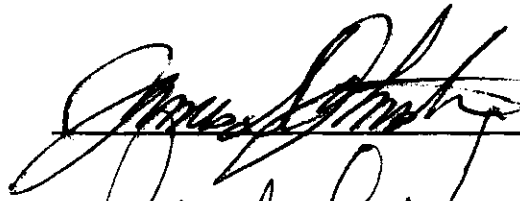
The management of this corporation shall vest in a board of directors composed of four persons.


ARTICLE VII.

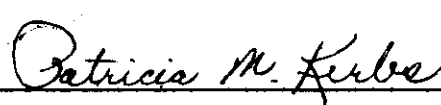
The name and post office address of each of the incorporators of the corporation and the number of shares subscribed by each is as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>Shares</u>
James S. Johnston	R.F.D. # 1, Blackfoot, Idaho	One Share
Richard L. Kerbs	R.F.D. # 2, Blackfoot, Idaho	One Share
Patricia M. Kerbs	R.F.D. # 2, Blackfoot, Idaho	One Share

IN WITNESS WHEREOF, we have hereunto set our hands this 13th day of February, 1964.







STATE OF IDAHO)
 : ss.
County of Bingham)

On this 13th day of February, 1964, before me, the undersigned,
a Notary Public for Idaho, personally appeared JAMES S. JOHNSTON, RICHARD
L. KERBS and PATRICIA M. KERBS, known to me to be the persons whose names
are subscribed to the within and foregoing 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.

Armand T. Beebe
Notary Public for Idaho
Residing at Blackfoot, Idaho

(SEAL)

My Commission expires: 3-11-64