



## 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

**PRIDE - PAK, INC.**

was filed in the office of the Secretary of State on the **First** day of **February** A.D. One Thousand Nine Hundred **Sixty-five** and **will be** duly recorded on **Film No. microfilm** 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 **Idaho Falls,** in the County of **Bonneville.**

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 **February**, A.D., 19 **65**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
PRIDE - PAK, INC.



KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of the corporation shall be PRIDE - PAK, INC.

II.

That the purposes for which this corporation is formed are:

1. To engage in the purchasing, fresh packaging, marketing, dehydrating or other processing of any nature, and the marketing and distribution of vegetable and vegetable products, including but not limited to potatoes and potato products, and to engage in the manufacture, processing, dehydrating, purchasing, marketing, packaging, and distribution of food and food products for consumption by humans and all kinds of animals; and to carry on all other businesses incident thereto or connected therewith; and to do a general commission and broker's business in any and all of the foregoing enterprises.
2. To manufacture, purchase, process, fabricate, treat, pack, plant, cultivate, grow, ship, transport, and handle and in all other ways deal in and with property, rights and privileges of every kind and character, real, personal, mixed, tangible or intangible, grown or growing or to be grown, wherever situate, and however held, or produced, whether as a result of or through the use of any invention, device, processes, discoveries, formulas, improvements, qualifications, or whatever.
3. To act in the District of Columbia, and any state, territory,

district or possession of the United States of America, or in any foreign country, whether in its own behalf, or as agent or representative for any individual, association, corporation, or other entity respecting any business, the purpose of which is similar to the purposes set forth in the purposes of this corporation.

4. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

5. To purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description.

6. To loan money on stock, bond, debenture, participation, certificate, contract or other writing, or personal property, or upon the security of real estate, and to collect said loans, together with interest thereon.

7. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security, contract, overdraft, claim, judgment, chose in action, real estate, fixture, furniture, or any other asset not herein enumerated.

8. To sue and be sued, appear and complain and defend in any court of law and equity, or before any Board, Commission, or Tribunal.

9. To make secured loans in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold any evidence of debt in connection with such loan, and to issue evidences of interest to any person, partnership, firm, or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

10. To acquire, hold, own, use, license, lease, sell, convey or mortgage, either alone or in conjunction with others, the absolute or any partial or qualified interest in and to charters, franchises, licenses, permits, whether indeterminate or otherwise, certificate of convenience and necessity, certificate of authority, memberships, seats on commodity and other exchanges, and other authorizations, licenses to conduct public warehouses for commodities or other personal property of all kinds under the provisions of the Federal Warehouse Act and any other similar or related act.

11. To acquire, hold, own, use, license, lease and sell, either alone or in conjunction with others, the absolute or any partial or qualified interest in and to inventions, improvements, letters, patents and applications therefore, licenses, formulas, privileges, processes, copy rights and applications therefore, trade marks and applications therefore, and trade names and applications therefore.

12. To do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the aforementioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

### III.

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

### IV.

The principal place of business, registered office and the location and Post Office address of the registered office of said corporation shall be:  
P.O. Box 3, Idaho Falls, Idaho.

V. .

The total authorized capital stock of said corporation shall be Two Hundred Fifty Thousand and no/100ths (\$250,000.00) Dollars, divided into Two Hundred Fifty Thousand (250,000) shares of the par value of One Dollar (\$1.00) each, and all of such capital stock shall be common stock.

VI.

The number of directors of said corporation shall be five (5), same to be elected annually.

VII.

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration, and repeal by the stockholders at any annual meeting or at any special meeting called for such purpose.

VIII.

The capital stock of the corporation shall be non-assessable and the private property of the shareholders of this corporation shall not be liable for the debts, obligations, or liabilities of this corporation.

IX.

The following are the names and Post Office addresses of the incorporators, together with the number of shares subscribed to by each:

NAME	P.O. ADDRESS	SHARES
Robert Belson	1208 Pacific Idaho Falls, Idaho	1
Reed L. Moss	520 D Street Idaho Falls, Idaho	1
Alden E. Hill	3100 Rollandet Idaho Falls, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands this 26<sup>th</sup>

day of January, 1965.

Robert Belson

Reed L. Moss

Alden E. Hill

STATE OF IDAHO     ))  
                              ) ss.  
County of Bonneville )

On this 24 day of January, 1965, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared Robert Belson, Reed L. Moss, and Alden E. Hill, 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.

Lona K. Nelson

Notary Public for State of Idaho

Residing at Firth, Ida.

My Commission Expires: 1-16-69

(SEAL)

LAW OFFICES OF  
PETERSEN, MOSS & OLSEN  
520 "D" STREET  
IDAHO FALLS, IDAHO 83402