

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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

BAUM GRAIN & PRODUCE, INC.,

was filed in the office of the Secretary of State on the **Third** day of **May** **Sixty-six** A.D. One Thousand Nine Hundred **will be** and 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 **Ashton,** in the County of **Freemont.**

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 **Third** day of **April**, A.D., 19 **66**

LOUIS E. CLAPP

By _____
Deputy
Secretary of State.

ARTICLES OF INCORPORATION
OF

BAUM GRAIN & PRODUCE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of legal age and citizens and bona fide residents of the State of Idaho, do hereby associate together for the purpose of forming a corporation under the provisions of the laws of the State of Idaho, and do hereby adopt the following Articles of Incorporation, to-wit:

ARTICLE I

The name of the said corporation shall be BAUM GRAIN & PRODUCE, INC.

ARTICLE II

The term of existence of said corporation shall be perpetual.

ARTICLE III

The location and post office address of its registered office in this state shall be Ashton, Fremont County, Idaho.

ARTICLE IV

The objects and purposes for which this corporation is formed are to do any or all of the things hereinafter set forth to the same extent as natural persons might or could do, to-wit:

1. To carry on the business of public and private warehousing and all the business necessarily or impliedly incidental thereto, and to further carry on the business of general warehousing in all its several branches; to construct, hire, purchase, operate, and maintain all of any means or conveyances

for the transportation to and from storage by land or by water of any and all products, goods, wares, merchandise, or manufactured articles; to issue certificates, warrants and receipts, negotiable or otherwise, to persons warehousing goods with the company, and to make, negotiate, or secure advances or loans upon the security of such stored merchandise and products or otherwise; to manufacture, sell, lease, rent, and trade in all goods and things usually dealt in by warehousemen; to construct, purchase, take on lease, or otherwise acquire any wharf, pier, dock, warehouse, storage room, or other premises deemed capable of being advantageously used in connection with the business of the company, and generally to carry on and undertake any and all business undertaking, transaction, or operation commonly carried on or undertaken by warehousemen.

2. To engage in the business of manufacturing feed, buying and selling feed and farm produce of all kinds, on account and on commission, and livestock and farming operations or any other business it may desire to enter into.

3. To purchase or otherwise acquire, own and hold unlimitedly such real and personal property of every kind and nature within and without the State of Idaho, and in any part of the world, and to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any of such property.

4. 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 or corporation.

5. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable or transferrable instruments.

6. To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

7. To borrow money from time to time and secure the payment thereof, together with interest thereon by mortgage, deed of trust, or other lien upon or by any conveyance or transfer of any or all of its real and personal property, assets and estate, and upon its revenues, incomes and profits, or any of them.

8. To conduct business and exercise all or any of its powers as above specified or otherwise, in the State of Idaho, and, or, in any other state, territory, and, or, colony of the United States, the District of Columbia, any foreign country and, or, any other part of the world as fully and to the same extent as natural persons might or could do, either alone, or in company with others, and at its option to have one or more offices and, or, places of business as it desires within or without of said state, in addition to its registered and principal place of business.

9. All the foregoing provisions of these Articles are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration hereof of specific powers and objects shall not be held to limit or restrict in any manner the general purposes and powers of the corporation; provided, however, that nothing herein mentioned shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation formed under the laws of Idaho, now or hereafter existing, may not, at the time

lawfully carry on or do. It is the intention that the purposes, objects and powers specified in each of the paragraphs of these Articles shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Articles contained or of any other provision of these Articles of Incorporation.

ARTICLE V

The total authorized capital stock of said corporation shall be \$50,000.00, divided into 500 shares of a par value of \$100.00 each. All of said stock shall be non-assessable common stock. All of said shares of stock of this corporation are of the same class with equal rights and voting power and without preference and, or, priority of any shares over any other.

ARTICLE VI

At the annual meeting of shareholders there shall be elected from the shareholders of this corporation a Board of Directors consisting of such number of members, not less than three, as shall be provided by the By-Laws. The directors shall hold office for the term of one year or until their successors are elected and qualified. That three of the incorporators named in these Articles shall constitute the Board of Directors as follows:

OLIVER BAUM
E. LUELLA BAUM
RUSSELL O. BAUM

ARTICLE VII

The following are the names and post office addresses of the incorporators, together with the number of shares which are subscribed by each set opposite their names respectively:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Oliver Baum	Ashton, Idaho	1
E. Luella Baum	Ashton, Idaho	1
Russell O. Baum	Ashton, Idaho	1

ARTICLE VIII

Subject always to By-Laws made by the shareholders, the Board of Directors may make By-Laws, and from time to time, may alter, amend or repeal any By-Laws; but any By-Laws made by the Board of Directors may be altered or repealed by the shareholders at any annual meeting or at any special meeting, provided notice of such proposed alteration or repeal by the shareholders be included in the notice of such special meeting of shareholders.

IN WITNESS WHEREOF, we, the undersigned, being each of the original incorporators of the BAUM GRAIN & PRODUCE, INC., have hereunto set our hands and caused these Articles to be executed in triplicate this 14th day of April, 1966.

Oliver Baum

Russell O. Baum

E. Luella Baum

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

Mary Smith
Notary Public, residing at
Rexburg, Idaho
My Commission Expires: 6-25-67.