

State of Idaho



Department of State.

CERTIFICATE 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 original of the articles of incorporation of

JOUGLARD SHEEP CO., INC.

was filed in the office of the Secretary of State on the **twenty-second** day of **May** A.D., One Thousand Nine Hundred **Seventy-four** and will be duly recorded on ~~film~~ 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 **Rupert, Idaho** in the County of **Minidoka.**

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,

ARTICLES OF INCORPORATION

of

JOUGLARD SHEEP CO., INC.

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 over the age of twenty-one 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 this Certificate and Articles of Incorporation for that purpose as follows:

ARTICLE I.

NAME OF CORPORATION

The name of this Corporation shall be and is: JOUGLARD SHEEP CO., INC.

ARTICLE II.

PURPOSES

The purposes of this Corporation shall be:

Section 1. To engage in the general livestock and ranching business and to raise, feed, range, manage, buy, sell, market and care for livestock and poultry of every kind and to buy, lease, manage and operate and sell ranch properties and products therefrom.

Section 2. To purchase, own, improve, equip, operate and manage farming lands and properties and to engage in any agricultural pursuit or undertaking.

Section 3. To engage in the business of farming and the producing, storing, merchandising and selling all kinds of farm products and planting, growing, harvesting, cultivating, shipping, buying and selling at wholesale and retail all kinds of produce and farm products.

Section 4. To purchase, acquire, own, improve, develop, lease as lessee or lessor, exchange, sell, dispose of or other-

build, construct, erect, occupy and manage buildings of every kind and character whatsoever; to finance the purchase, acquisition, development, improvement and construction of land and buildings belonging to or to be acquired by this corporation or any other person, firm or corporation.

Section 5. To buy and sell, discount and rediscount notes, drafts, bills of exchange, stocks, bonds, securities and choses in action of all kinds, both as principal and as agent; also to buy and sell liens on real and personal property.

Section 6. To draw, make, accept, endorse, execute, issue, discount and have discounted, and to deal in every lawful manner in promissory notes, bills of exchange, trade acceptances, conditional sales, warehouse receipts, warrants and other negotiable or transferable instruments; and to borrow money and to incur indebtedness as may be determined expedient.

Section 7. To purchase, lease as lessee, or otherwise acquire, and to hold for investment, improve, maintain and operate the business properties and other real estate, automotive vehicles, fixtures and supplies, stock in this and other corporations, and any other personal property, and to sell, assign, convey, lease as lessor, manage, pledge, mortgage or otherwise dispose of or encumber lands, buildings, structures, vehicles, equipment, fixtures, supplies and any other real or personal property, tangible or intangible, which shall be deemed necessary, convenient or appropriate; and to do everything necessary or conducive to the full accomplishments of the foregoing objects in this Article II.

Section 8. To engage in any or all of the purposes or powers enumerated in this Article II as a partner or joint venture in such transactions.

Section 9. The purposes specified herein and enumerated in this Article II shall be construed as both powers and purposes of this corporation, and the enumeration of specific

in any manner the meaning of general terms or of the general powers of this corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

ARTICLE III.

CORPORATE EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE IV.

PRINCIPAL PLACE OF BUSINESS

Section 1. The location of the corporation's registered office in this State is Rupert, Minidoka County, Idaho. The corporation may also maintain offices at such other place or places in the State of Idaho and the United States of America as the Board of Directors may from time to time decide. The post office address of the registered offices shall be Rupert, Idaho.

Section 2. The operation and business of this corporation shall be carried on in the counties of Minidoka, Power and Caribou, all in the State of Idaho, and in such other counties in the State of Idaho and in other states of the United States of America as the Board of Directors may from time to time decide.

ARTICLE V.

CAPITAL STOCK

The amount of the capital stock of the corporation shall be ONE HUNDRED THOUSAND AND NO/100 (\$100,000.00) Dollars, to consist of Ten Thousand (10,000) shares of common stock of the par value of Ten and No/100 (\$10.00) Dollars each.

ARTICLE VI.

MANAGEMENT

Management of this corporation shall be vested in a Board of Directors of three to five directors. The directors shall be elected at the annual meeting of the stockholders, and the

meeting of the stockholders, as provided in the By-Laws and in the manner and method therein provided.

ARTICLE VII.

DIRECTORS' MEETINGS

The meeting of the Board of Directors may be held at the principal office of the corporation in this state, or at such other place or places within or without this state, for the transaction of any business of the corporation as the directors may be resolution provide. A majority of the Board of Directors shall constitute a quorum, and the act of the majority of the directors shall be the act of the board. At least one member of the Board of Directors shall be a resident of the State of Idaho.

ARTICLE VIII.

INCORPORATORS

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

Frank Jouglard	Rupert, Idaho	1 share
Cecilia Jouglard	Rupert, Idaho	1 share
Alicia Aldana	Rupert, Idaho	1 share

All of the subscribers to these Articles of Incorporation are of full age and citizens of the United States and residents of the State of Idaho.

ARTICLE IX.

No contract or other transaction between the corporation or any other corporation, whether or not a 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 pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and any director of the cor-

Eugene T. Bush
Notary Public for Idaho
Residing at Blaine Falls, Idaho