

CERTIFICATE OF INCORPORATION  
OF

TerRa Marketing, Inc.

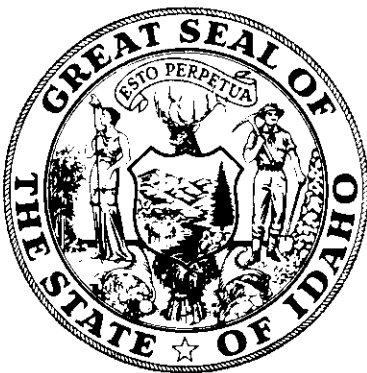
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

TerRa Marketing, Inc.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 1, 1984.



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Darileyn Johnson*

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ARTICLES OF INCORPORATION

SECRETARY OF  
STATE

TerRa Marketing, Inc.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is TerRa Marketing, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

Provided; that no redemption or purchase of redeemable shares of stock shall be made by the corporation when it is insolvent or when such redemption or purchase would render it insolvent, or which would reduce the net assets below the aggregate amount payable to the holders of shares having prior or equal rights to the assets of the corporation upon involuntary dissolution.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Five Hundred (500) shares. Shares shall have no par value.

FIFTH: The address of the initial registered office of the corporation is 8432 Fairview Ave., Boise, Idaho 83704, and the name of its initial registered agent at such address is HOWARD M. DEEDS.

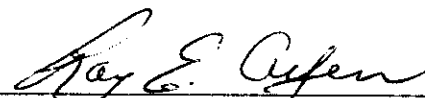
SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

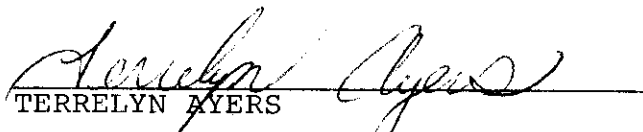
<u>Name</u>	<u>Address</u>
Ray Ayers	Rt. 6, <del>S. McDermott Rd.</del> Box 6378 Nampa, Idaho 83651
Terrelyn Ayers	Rt. 6, <del>S. McDermott Rd.</del> Box 6378 Nampa, Idaho 83651
Howard M. Deeds	8432 Fairview Ave. Boise, Idaho 83704

SEVENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Ray Ayers	<u>Box 6378</u> Rt. 6, S. McDermott Rd. Nampa, Idaho 83651
Terrelyn Ayers	<u>Box 6378</u> Rt. 6, S. McDermott Rd. Nampa, Idaho 83651

DATED This 4 day of November, 1982.


  
RAY AYERS

  
TERRELYN AYERS

STATE OF IDAHO     )  
                          ) ss.  
County of Ada     )

On this 4 day of November, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared RAY and TERRELYN AYERS, known to me to be persons whose names are subscribed to the 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 on the last day and year above written.

  
Notary Public for Idaho  
Residing at Boise, Idaho.