

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

RED BARN ENTERPRISES, INC.

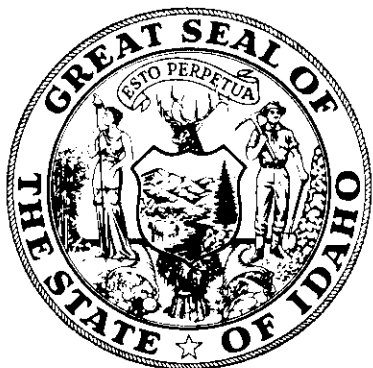
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

RED BARN ENTERPRISES, 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: **June 24, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

1 ARTICLES OF INCORPORATION

2 OF

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3 RED BARN ENTERPRISES INC.

SECRETARY OF
STATE

4 KNOW ALL MEN BY THESE PRESENTS:

5 The undersigned, all citizens of the United States of America, each
6 being over the age of 18 years, do hereby associate ourselves together for the
7 purpose of forming a corporation, under and pursuant to the provisions of the
8 laws of the State of Idaho, for the purposes expressed in the following
9 Articles, and do hereby adopt the following Articles of Incorporation:

10 ARTICLE 1: NAME OF CORPORATION: The name of the corporation shall be:
11 RED BARN ENTERPRISES, INC.

12 ARTICLE 2: PURPOSES: The corporation is organized for the purposes of:

13 (a) To buy, sell, and deal in all classes and descriptions of livestock
14 and do all things necessary or expedient for such purpose.

15 (b) To purchase, own, improve, equip, operate, manage, farm, and engage
16 in any agricultural pursuit or undertaking.

17 (c) To conduct and carry on the business of buying, selling, dealing in
18 all kinds of grain, hay, hay products, and other farm produce and farm products.

19 (d) To buy, sell and use farm implements, equipment and machinery used
20 in any farm operation, general contracting, construction, trucking and transporta-
21 tion incident to the farming and livestock operation or any other business, manu-
22 facturing, distributing, franchising, retailing to benefit the corporation.

23 (e) To engage in a general livestock and ranching and dairy business
24 and any other enterprise the corporation determines to be advantages.

25 (f) To feed, graze, manage, herd, control, brand, care for, purchase,
26 market and sell livestock of every kind and to buy, lease, cultivate, operate
27 and sell ranch property and products therefrom.

28 (g) To purchase, improve, develop, exchange, sell, operate, lease,
29 mortgage and generally deal in real estate for the purpose of the corporation.

(h) To engage in any lawful business or undertake any lawful act deemed necessary or expedient for the conduct of the business of the corporation, or for its growth and profitability.

ARTICLE 3: TERM: The corporation is to have perpetual existence.

ARTICLE 4: LOCATION: The location and post office address of the registered office in the State of Idaho shall be RED BARN ENTERPRISES, INC.,
Registered Agent Lamond B. Keller
Malta, Idaho 83342, in the County of Cassia, State of Idaho.

ARTICLE 5: CORPORATE STOCK: The total number of shares which the corporation is authorized to issue is 2,000,000 shares, having a par value of \$1.00 per share. The Board of Directors may, from time to time, fix the consideration for which shares shall be issued and sold. The capital stock, when fully paid, shall be non-assessable, shall be of one class of which all shall be voting. Voting of the stock may be cumulative.

ARTICLE 6: INCORPORATORS: The names and post office addresses of the incorporators are as follows: *Initial Directors*
Kyle H. Brewster, 1522 Paradise Lane, Salt Lake City, Utah 84107.
Craig M. Alder, 11825 South 2240 West, Salt Lake City, Utah 84065.
Scott B. Barclay, 740 East 3900 South, Salt Lake City, Utah 84115.

ARTICLE 7: DIRECTORS: The Board of Directors shall consist of not less than three (3) nor more than five (5) Directors. During the term of their office, or thereafter, the number of Directors may be increased or decreased from time to time, as provided by the By-Laws.

ARTICLE 8: AMENDMENTS: The power to repeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the directors as well as the shareholders, PROVIDED, HOWEVER, that the same shall not be less than a majority of the directors as may be fixed by the By-Laws.

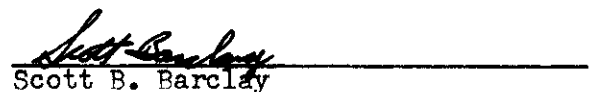
ARTICLE 9: CONTRACTS: no contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of capital stock of such other corporation is owned by the corporation, and no act

1 of the corporation shall be in any way affected or invalidated by the fact any
2 of the Directors of this corporation are pecuniarily or otherwise interested in
3 or are Directors or Officers of such other corporation. Any director, individu-
4 ally, may be a party to or may be pecuniarily or otherwise interested in a con-
5 tract or transaction of the corporation and any director of the corporation who
6 is so interested may be counted in determining the existence of a quorum at any
7 meeting of the Board of Directors of the corporation which shall authorize such
8 contract or transaction and may vote thereon to authorize such contract or trans-
9 action with the same right, force and effect as if he were not such a Director or
10 officer of such corporation and not so interested therein. The same shall apply
11 if any officer or Director of this corporation shall be interested in any other
12 form of business entity dealing with this corporation.

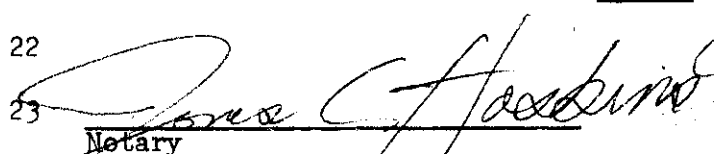
13 IN WITNESS WHEREOF, we have executed these Articles of Incorporation
14 this 23 day of June, 1983.

15 
16 Kyle H. Brewster

17 
18 Craig M. Alder

19 
20 Scott B. Barclay

21 Subscribed and sworn to me this 23 day of June, 1983.

22 
23 Notary

24 Com. expires 2/27/85.
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