



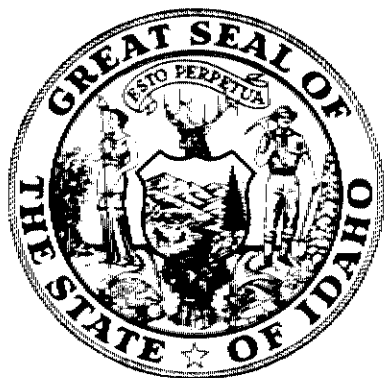
CERTIFICATE OF INCORPORATION
OF

WESTERN ONION, 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 the above named corporation, 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: July 19, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Angie L. New*

JUL 19 3 30 PM '88
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
WESTERN ONION, INC.**

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

FIRST: The name of the corporation is WESTERN ONION, INC.

SECOND: The period of its duration is perpetual, unless dissolved by action of the stockholders or by operation of law.

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

FOURTH: The corporation shall have authority to issue five thousand (5,000) shares, all of one class, no par value.

FIFTH: Provisions denying preemptive rights are: NONE.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH: The address of the initial registered office of the corporation is 1102 West Linden, Caldwell, Idaho 83605, and the name of its initial registered agent at such address is JOE R. WEITZ.


EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the name and address 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>
Pat C. McClintick	P. O. Box 462 Marsing, Idaho 83639
Joe R. Weitz	1102 West Linden Caldwell, Idaho 83605

NINTH: The name and address of each Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Pat C. McClintick	P. O. Box 462 Marsing, Idaho 83639

Dated this 14th day of July, 1988.



PAT E. McCLINTOCK
Incorporator