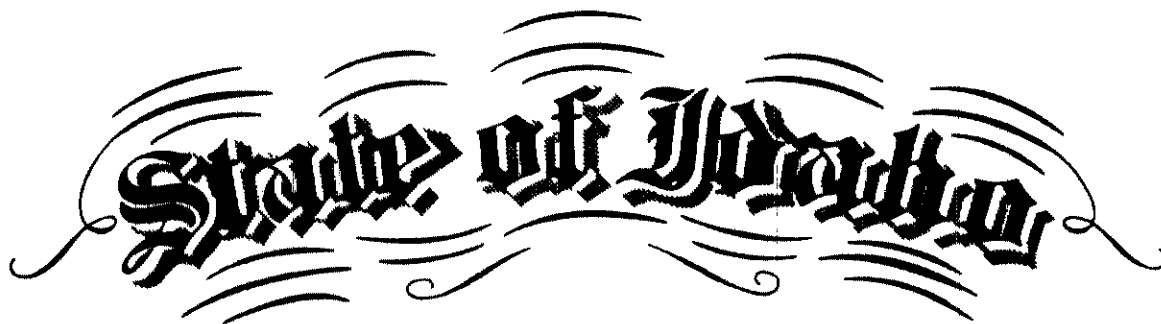


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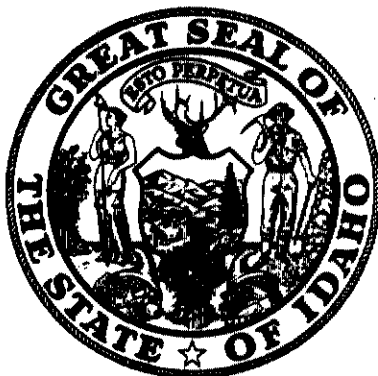
**CERTIFICATE OF INCORPORATION  
OF**

**POWDER RIVER, 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: December 20, 1989



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*Ernest J. Evans*

**ARTICLES OF INCORPORATION  
OF  
POWDER RIVER, INC.**

**Dec 20 11 30 AM '88  
SECRETARY OF STATE**

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following articles of incorporation:

**ARTICLE I.  
NAME OF THE CORPORATION**

The name of the corporation is **POWDER RIVER, INC.** ("Corporation").

**ARTICLE II.  
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III.  
PURPOSES OF THE CORPORATION**

The Corporation is organized for the following purposes:

1. To manufacture livestock handling products.
2. To do any acts and perform any business permitted by the Idaho Business Corporation Act.

**ARTICLE IV.  
SHARES**

The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

<u>Class</u>	<u>Number</u>	<u>Par Value Per Share</u>
Common	100	\$1.00

**ARTICLE V.  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is Chandler, Dillion & Allyn, Chartered, 325 W. Idaho St., Boise, Idaho 83702, and the name of its initial registered agent at such address is Lee B. Dillion.

**ARTICLE VI.  
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as the initial Director is:

<b>NAME</b>	<b>ADDRESS</b>
Fred P. Thompson, Jr.	Post Office Box 1486 Boise, Idaho 83701

**ARTICLE VII.  
INCORPORATOR**

The name and address of the incorporator is:

**NAME**


Lee B. Dillon

**ADDRESS**

325 West Idaho Street  
Boise, Idaho 83702

**SIGNATURE OF INCORPORATOR**

Dated: December 20, 1989

  
\_\_\_\_\_  
Lee B. Dillon