

## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES 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

**CARROLL'S POULTRY AND DAIRY, INC.**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **26th** day of **September** 19 **74**,

original articles of amendment, as provided by Sections **30-146 and 30-147, Idaho Code**, changing the corporate name to **CARROLL'S INDUSTRIES, INC.** and amending Article **II**

and that the said articles of amendment contain the statement of facts required by law, and are ~~to be~~ recorded on ~~Film-Now~~ microfilm of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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, this **26th** day of **September**, A. D., 19 **74**.

Secretary of State

ARTICLES OF AMENDMENT

OF

CARROLL'S POULTRY AND DAIRY, INC.,

CHANGING THE NAME OF "CARROLL'S INDUSTRIES, INC.,"

AND AMENDING THE PURPOSES OF THE CORPORATION

\* \* \* \* \*

Pursuant to waiver of notice, and at a special meeting of all stockholders of Carroll's Poultry and Dairy, Inc., held the 2 day of September, 1974, at 4 P.M., at its head office, in Gem County, Idaho, the articles of incorporation of Carroll's Poultry and Dairy, Inc., were duly amended and adopted as follows:

"ARTICLE I

Name

That the name of this corporation shall be 'Carroll's Industries, Inc.'"

"ARTICLE II

Purpose of Corporation

(a) The purposes for which said corporation is formed are to engage in the buying, selling, owning, leasing, exchanging of personal property, land and real estate; owning, acquiring, holding, operating, raising, breeding, feeding, pasturing, grazing, buying, selling and exchanging cattle or other livestock and dealing in poultry and the products thereof in any form or manner; also processing, marketing, storing, delivering or dealing in any way in any of said matters or the products or matters pertaining thereto, including all things necessary to be done in the operation of said activities, including all matters pertaining to dairying, marketing of dairy products, handling of beef and marketing the same, raising, marketing and feeding any crops; to borrow money, issue notes, mortgage, lease or otherwise pledge any of the assets of the corporation for the payment of any of its obligations; to market, engineer, manufacture, license, produce, and manage all types of products, processes and ideas; and to do any other and further acts and things or business under said

corporate name which it may be authorized to do from time to time by special vote of the stockholders or by order and direction of the Board of Directors, it being the intent and purpose of this corporation not to limit the acts which may be done by the corporation under the laws of the State of Idaho.

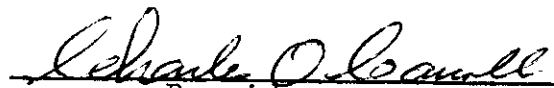
(b) To carry out the purposes hereinabove set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the law of such state, territory, district or possession of the United States, or by any foreign country.

(c) Subject to any specific written limitations or restrictions imposed by law, or these Articles of Incorporation, and solely in furtherance of, but not in addition to, the limited purposes set forth in Section (a) of this Article, the corporation shall have and exercise all powers specified pursuant to Section 30-114 Idaho Code.

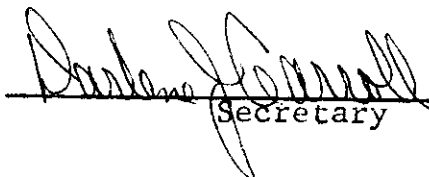
(d) The corporation shall have the power to use its surplus earnings or accumulated profits from time to time in the purchase or acquisition of its own capital stock as its Board of Directors may determine, which capital stock may be held as its treasury stock to be thereafter disposed of as the Board of Directors may deem proper, and to buy, purchase, hold, deal in, sell, mortgage, or otherwise pledge the stock of any other corporation which this corporation may be permitted to deal in.

The above and foregoing Articles of Amendment were duly unanimously adopted by all the stockholders of the above corporation at a meeting specially called therefor on the 2 day of September, 1974, at the office of the company in Gem County, Idaho.

Dated this 2 day of September, 1974.

  
President

ATTEST:

  
Secretary

STATE OF IDAHO; )  
County of Gem. ) ss.

CHARLES O. CARROLL, and DARLENE J. CARROLL each being first duly sworn, depose and say:

That the above and foregoing Articles of Amendment were duly adopted by all the stockholders of Carroll's Poultry and Dairy, Inc., in a meeting specially called to consider such amendments, on the 2nd day of September, 1974, at 4 P.M., at the office of the corporation in Gem County, Idaho, and that the same are true and correct.

That CHARLES O. CARROLL, and DARLENE J. CARROLL, were during all times mentioned herein, and now are respectively President and Secretary of said corporation.

Charles O. Carroll

Darlene J. Carroll

SUBSCRIBED AND SWORN to before me this 2nd day of September, 1974.

Quie Yurono  
Notary Public for State of Idaho;  
Residing at Emmett, Idaho.