



Department of State.

CERTIFICATE 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 original of the articles of incorporation of

MAX KING FAMILY FARMS, INC.

was filed in the office of the Secretary of State on the 28th day of December A.D., One Thousand Nine Hundred seventy-six and will be /duly recorded on ~~Film~~ No. ^{micro}film of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for perpetual existence from the date hereof, with its registered office in this State located at Malad in the County of Oneida

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 28th day of December, A.D., 1976.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION OF
MAX KING FAMILY FARMS, INC.

We, the undersigned, being three natural persons of full age and citizens of the United States, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho.

ARTICLE I

The name of the proposed corporation is MAX KING FAMILY FARMS, INC.

ARTICLE II

The purposes of the corporation are as follows:

- (1) To conduct a general farming business.
- (2) To engage in any business whatsoever, either as principal or as agent, or both, which the corporation may determine convenient or proper in furtherance of any of the purposes hereinabove mentioned or otherwise; and to have and acquire all the powers authorized by the laws of the State of Idaho under which the corporation is formed, whether expressly set forth in this article or not, as such laws are now in effect or may at any time hereafter be amended or enacted.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The location and post office address of the registered office of the corporation in the State of Idaho is c/o G. MAX KING, Route #1, Malad, Idaho 83252.

ARTICLE V

The total authorized number of shares is 10,500 each of which has par value of \$1.00, for a total aggregate value of \$10,500.00. These shares are all common stock of the corporation and shall be non-assessable.

ARTICLE VI

The name and post office address of each of the incorporators and the number of shares for which each subscribe are as follows:

| | |
|--|---------|
| G. Max King Route #1 Malad, Idaho 83252 | 1 share |
| Pheobe A. King Route #1 Malad, Idaho 83252 | 1 share |
| Nancy Lee Asay 276 South Main Malad, Idaho 83252 | 1 share |

ARTICLE VII

The method and manner of holding directors' meetings and stockholders' meetings, the authority and duties of each of the officers of the corporation, and all other matters for

management and control of the corporation shall be determined by the By-Laws of the corporation and by the laws of the State of Idaho.

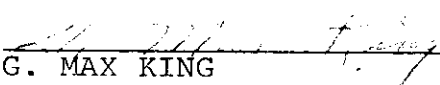
ARTICLE VIII

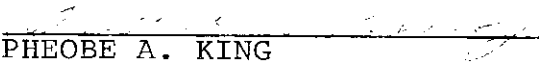
These articles may be amended in any respect conformable to the laws of the State of Idaho and by a vote of the required percentage of stockholders as required by the laws of the State of Idaho in a meeting of stockholders called for that purpose as prescribed by law.

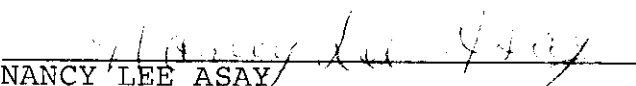
ARTICLE IX

The board of directors may repeal and amend the By-Laws of the corporation and adopt new By-Laws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 27th day of December, 1976.


G. MAX KING


PHEOBE A. KING



NANCY LEE ASAY

STATE OF IDAHO)
 : ss.
County of Oneida)

On this 27th day of December, 1976, before me, the undersigned, a Notary Public in and for said State, personally appeared G. MAX KING, PHEOBE A. KING and

NANCY LEE ASAY, known to me to be the 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 the day and year in this certificate first above written.



Notary Public for Idaho
Residing at Malad City, Idaho

AUTHORIZATION

I, WARREN KING, President of KING FARMS, INC., an Idaho corporation, hereby give my written authorization that G. MAX KING of Malad City, Idaho, may use the corporate name of MAX KING FAMILY FARMS, INC., a newly formed corporation in the State of Idaho.

DATED this 27th day of December, 1976.

