

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION  
OF  
DOUBLE H CATTLE, INC.**

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SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation hereinafter referred to as the "Corporation" under the provisions of Title 30, Chapter 1, Idaho Code, known as the Idaho Business Corporation Act, hereinafter referred to as the "Act", adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is **DOUBLE H CATTLE, INC.**

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSES

The purposes for which the Corporation is organized is feed, raise beef and dairy animals, and to carry on all other business incident thereto or connected therewith and to engage in any other lawful activities.

ARTICLE IV

AUTHORIZED SHARES

The amount of the total authorized capital stock of this Corporation is 100 shares, all of which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered,

ARTICLES OF INCORPORATION

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shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment thereon.

ARTICLE V

ADDRESS OF INITIAL REGISTERED OFFICE

Registered Office: The address of the initial registered office of the Corporation is 22866 HWY 30, Hansen, Idaho 83334. The initial registered agent at said address is Carol J. Hollifield .

ARTICLE VI

DATA RESPECTING DIRECTORS

Section 1. Initial Board of Directors: The initial Board of Directors shall consist of two (2) members.

Section 2. The names and post office addresses of the initial Directors of the Corporation are:

| <u>Name</u>         | <u>Address</u>                       |
|---------------------|--------------------------------------|
| Terry G. Hollifield | 22866 HWY 30<br>Hansen, Idaho 83334. |
| Carol J. Hollifield | 22866 HWY 30<br>Hansen, Idaho 83334. |

ARTICLE VII

DATA RESPECTING INCORPORATORS

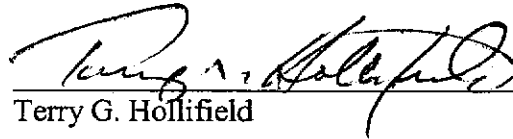
The names and addresses of the Incorporators of the Corporation are:

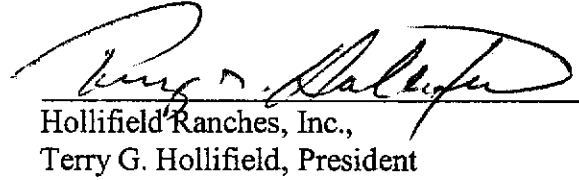
| <u>Name</u>         | <u>Address</u>                       |
|---------------------|--------------------------------------|
| Terry G. Hollifield | 22866 HWY 30<br>Hansen, Idaho 83334. |

Hollifield Ranches, Inc.

22866 HWY 30  
Hansen, Idaho 83334.

DATED this 2nd day of September, 2010.

  
Terry G. Hollifield

  
Hollifield Ranches, Inc.,  
Terry G. Hollifield, President

**STATEMENT OF CONVERSION**

SECRETARY OF STATE  
STATE OF IDAHO

Terry G. Hollifield and Hollifield Ranches, Inc., as the Partners of **DOUBLE H CATTLE, LP, A LIMITED PARTNERSHIP**, and Terry G. Hollifield and Carol J. Hollifield, as the President and Treasurer/Secretary, respectively of **DOUBLE H CATTLE, INC.**, hereby adopt the following Statement of Conversion for the purposes of Idaho Code section 30-18-405:

1. **DOUBLE H CATTLE, LP, A LIMITED PARTNERSHIP**, is the Converting Entity and is a limited partnership organized and existing under and by virtue of the laws of the State of Idaho.

2. **DOUBLE H CATTLE, INC.**, is the Converted Entity and is a corporation existing under and by virtue of the laws of the State of Idaho.

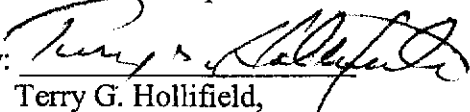
3. It is intended that the conversion be effective upon the filing of this Statement with the Idaho Secretary of State.

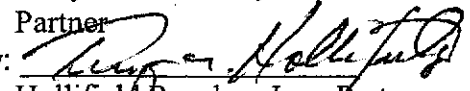
4. A Plan of Conversion was adopted and approved by all of the Members of the Converting Entity in accordance with the provisions of Idaho Code § 30-18-403. In accordance with the Conversion, the Converted Entity shall assume all debts and liabilities of the Converting Agency and be granted all property and assets of the Converting Agency.

5. The Articles of Incorporation for, the Converted Entity, **DOUBLE H CATTLE, INC.**, are attached.

IN WITNESS WHEREOF, This Statement has been executed by **DOUBLE H CATTLE, LP, A LIMITED PARTNERSHIP** and **DOUBLE H CATTLE, INC.**, as of this 3rd day of September, 2010.

**DOUBLE H CATTLE, LP, A LIMITED PARTNERSHIP**, an Idaho Limited Partnership

By:   
Terry G. Hollifield,  
Partner

By:   
Hollifield Ranches, Inc., Partner  
Terry G. Hollifield, President

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DOUBLE H CATTLE, INC.

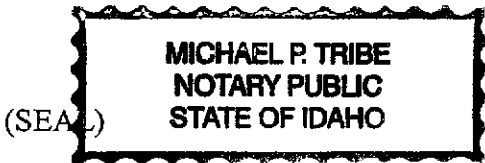
By: *Terry G. Hollifield*  
Terry G. Hollifield, President

By: *Carol J. Hollifield*  
Carol J. Hollifield, Secretary

STATE OF IDAHO )  
 ) ss.  
County of Minidoka )

On this 3<sup>rd</sup> day of  
September, 2010, before me, the under-  
signed, a Notary Public in and for said  
State, personally appeared Terry G.  
Hollifield and Carol J. Hollifield, known  
to me to be the persons whose names are  
subscribed to the within 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.



*Michael P. Tribe*  
Notary Public for Idaho  
Residing at: Rupert, ID

My Commission  
Expires: 4/15/2011  
Residence: Rupert, ID