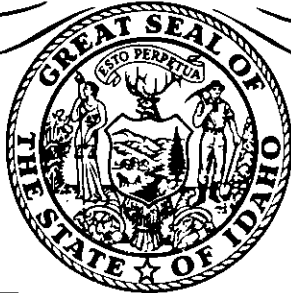


State of Idaho



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

WAYMENT FARMS, INC.

was filed in the office of the Secretary of State on the 27th day of March A.D., One Thousand Nine Hundred seventy-two and ~~will be~~ ~~will be~~ recorded on ~~Film~~ ~~No~~ microfilm 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 Burley, Idaho in the County of Cassia

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 27th day of March, A.D., 1972 .

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
WAYMENT FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, all citizens of the United States of America, each being over the age of 21 years, do hereby associate themselves together for the purpose of forming a corporation under and pursuant to the provisions of the laws of the State of Idaho, and for the purposes expressed in the following articles, and do hereby adopt the following Articles of Incorporation and do hereby certify and declare:

ARTICLE 1. The name of the corporation shall be:
"WAYMENT FARMS, INC."

ARTICLE 2. The corporation is organized for the purposes of:

(a) To buy, sell, and deal in all classes and descriptions of livestock and do all things necessary or expedient for such purpose.

(b) To purchase, own, improve, equip, operate, manage a dairy farm and do all things necessary incident thereto.

(c) To conduct and carry on the business of buying, selling, dealing in all kinds of grain, hay, and other farm produce and farm products.

(d) To buy, sell and use farm implements, machinery incident to the farming, livestock and dairy operation.

(e) To engage in a general ranching business.

(f) To purchase, improve, develop, exchange, sell, mortgage, and dispose of real estate.

ARTICLE 3. The corporation is to have perpetual existence.

ARTICLE 4. The location and post office address of the registered office in the State of Idaho shall be Burley, Cassia County, Idaho.

ARTICLE 5. The total number of shares that the

1 corporation is authorized to issue is one thousand shares (1,000),
2 all of which shall be without par value. The Board of Directors
3 may, from time to time, fix the consideration for which such
4 shares, without par value, shall be issued and sold. The capital
5 stock when fully paid, shall be non-assessable and shall be all
6 of one class which shall be voting. The voting of the stock may
7 be cumulative.

8 ARTICLE 6. The names and post office addresses of the
9 incorporators and the number of shares subscribed by each are as
10 follows:

11	Byron Wayment	Route #3, Burley, Idaho 83318	1 Share
12	Gar G. Wayment	Route #3, Burley, Idaho 83318	1 Share
13	William Oakley	Gooding, Idaho 83330	1 Share

14 ARTICLE 7. The Board of Directors shall consist of
15 not less than three (3) nor more than five (5) directors. During
16 the term of their office, or thereafter, the number of directors
17 may be increased or decreased from time to time as provided by
18 the By-Laws. A director does not need to be a shareholder.

19 ARTICLE 8. No contract or other transaction between
20 the corporation or any other corporation, or other business entity,
21 whether or not a majority of the shares of capital stock of such
22 other corporation or a majority interest is owned by the corpora-
23 tion, and no act of the corporation shall in anyway be affected
24 or invalidated by the fact that any of the directors of the
25 corporation are pecunarily or otherwise interested in or directors
26 or officers of such other corporation or interested in such other
27 business entity. Any director individually may be a party to or
28 may be pecunarily or otherwise interested in a contract or trans-
29 action of the corporation and any director of the corporation
30 who is so interested may be counted in determining the existence
31 of a quorum at any meeting of the Board of Directors of the
32 corporation which shall authorize such contract or transaction and

1 may vote thereon to authorize such contract or transaction with
2 the same right, force and effect as if he were not such a director
3 or officer of such other corporation or interested in such
4 business entity and not so interested therein.

5 IN WITNESS WHEREOF, we have executed these Articles of
6 Incorporation this 22nd day of MARCH, 1972.

7
8 Byron Wayment
9 Gar G. Wayment
10 William C. Oakley
11

12 STATE OF IDAHO)
13 County of Cassia) ss.

14 On this 22nd day of MARCH, 1972, before me, the
15 undersigned, a Notary Public in and for said State, personally
16 appeared BYRON WAYMENT and GAR G. WAYMENT, known to me to be the
17 persons whose names are subscribed to the within instrument, and
18 acknowledged to me that they executed the same.

19 IN WITNESS WHEREOF, I have hereunto set my hand and
20 affixed my official seal, the day and year in this certificate
21 first above written.

22 William C. Oakley
23 Notary Public for Idaho
24 Residing at BURLEY, Idaho
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PARSONS & SMITH
LAWYERS
BURLEY, IDAHO

1 STATE OF IDAHO)
2 County of Gooding) ss.

3 On this 23rd day of March, 1972, before me, the
4 undersigned, a Notary Public in and for said State, personally
5 appeared WILLIAM OAKLEY, known to me to be the person whose name
6 is subscribed to the within instrument, and acknowledged to me that
7 they executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and
9 affixed my official seal, the day and year in this certificate
10 first above written.

11 Mary Ybarguen
12 Notary Public for Idaho
13 Residing at Gooding, Idaho
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PARSONS & SMITH
LAWYERS
BURLEY, IDAHO