



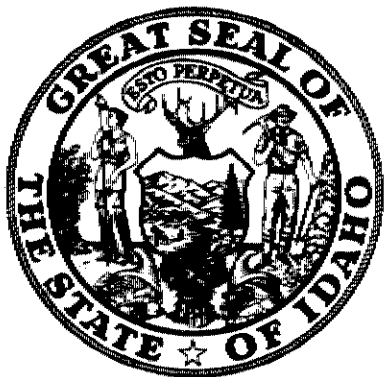
**CERTIFICATE OF INCORPORATION
OF**

HO 'TA SONS, 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: **November 15, 1988**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION Nov 15 11 42 AM '88
OF SECRETARY OF STATE

Ho'Ta SONS, INC.
* * * * *

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed, each of whom is a citizen of the United States and over
the age of majority, have this day, voluntarily associated our-
selves together for the purpose of organizing and forming a
corporation for profit under the laws of the State of Idaho, and
we do hereby certify and declare, to-wit:

ARTICLE I

That the name of the corporation hereby organized shall
be the Ho'Ta SONS, INC.

ARTICLE II

That the corporation hereby organized shall have per-
petual existence unless the same is dissolved or otherwise
terminated according to law.

ARTICLE III

The location and post office address of the registered
office and principal place of business of the corporation in the
State of Idaho, shall be 230 Taylor Street, Twin Falls, Idaho,
83301.

That the name and registered agent of the corporation
is VERL D. RAWSON, whose business office is identical with such
registered office, all as is required by §30-1-12 I.C.

ARTICLE IV

The objectives and purposes for which this organization

is organized and the powers and authorities to be possessed by it under and by virtue of its Corporate Charter are as follows:

1. To engage in the business of farming and any and all related activities, including, but not limited to custom farming, farm management, and in the business of buying and selling real estate, marketing of farm products at wholesale or retail, and to do and engage in any other form of business activity related to the conduct of farming activity.

2. To buy, sell, own, manage, operate or control all forms of farm or ranch lands.

3. To buy, sell, own, operate, manage or control all forms and types of agricultural equipment.

4. To conduct all manner of business and to do all things necessary and required for the proper conduct of any of the foregoing related activities for business purposes.

5. The corporation is organized under the authority of §30-1-3 I.C. for the purpose of engaging in any other lawful business or purpose, whether specified herein or not, all as is contemplated by the General Business Corporations Act of the State of Idaho, and excepting therefrom, any business purpose for which the law of the State of Idaho requires the filing of Articles of Incorporation, pursuant to special provisions applicable to designated classes of corporations.

ARTICLE V

The powers of the corporation shall be, and this have such powers as are authorized by the General Business Corporations Act of the State of Idaho, and particularly,

§30-1-4 I.C., and such other and further powers as shall be specified with particularity in the By-Laws of the corporation. The corporation shall particularly have, and is empowered to do, any and all things necessary, proper, and/or convenient to affect the business purposes of this corporation.

ARTICLE VI

The name and post office address of each of the incorporators of the corporation and the number of shares for which each has subscribed is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Verl D. Rawson	Box 55 Jerome, Idaho 83338	(1)
Cheryl K. Rawson	Box 55 Jerome, Idaho 83338	(1)
Kent Rawson	230 Taylor Street Twin Falls, Idaho 83301	(1)

ARTICLE VIII

DIRECTORS AND OFFICERS

The business and affairs of the corporation shall be managed and controlled by a Board of Directors consisting of not less than three (3) persons nor more than seven (7) persons, each of whom shall be required to be a stockholder in the Corporation. The first Board of Directors shall be VERL D. RAWSON, CHERYL K. RAWSON, and KENT RAWSON, above-named, and they shall hold office until their successors shall have been elected at the next annual meeting of the stockholders of the Corporation.

The officers of the corporation shall consist of a President, Vice-President, Secretary and Treasurer. The offices of Secretary and Treasurer may be held by the same person and such person may be a stockholder, but need not be a stockholder.

The officers shall be elected by the Board of Directors and except for the offices of Secretary and Treasurer, shall be elected from the Board of Directors. The officers shall have powers and authority as is set forth in the By-Laws of the corporation.

ARTICLE IX

The incorporators of this corporation shall have the first right and option to buy or acquire any of the common stock of any incorporator above-named, and the sale or other disposition of said stock shall be controlled exclusively by the conditions of the By-Laws of this corporation. Provided, however, that the incorporators, VERL D. RAWSON and CHERYL K. RAWSON, may dispose of their stock in accordance with any estate plan they may choose to adopt.

ARTICLE X

The authorized capital stock of the corporation shall consist of 10,000 shares of common capital stock having a par value of \$10.00 per share. Each share shall have the same equal pre-emptive rights, voting power, and right upon dissolution. The shares of capital stock shall be non-assessable.

ARTICLE XI

The certificates of the shares of the corporation shall be represented by certificates signed by the President and/or

Vice-President, and the Secretary, or an assistant Secretary of the corporation, and shall be sealed with the seal of the corporation or a facsimile thereof. The signatures of the President or the Vice-President, and the Secretary or assistant Secretary, upon a certificate, shall be the actual signature of the President, Vice-President, and the Secretary, or assistant Secretary, and shall not be signed by a facsimile of the signature of said officers.

Each certificate representing shares of common stock in the corporation shall state upon the face thereof:

(a) That the corporation is organized under the laws of the State of Idaho;

(b) The name of the person to whom it was issued;

(c) The number of shares which such certificate represents;

(d) The par value of each share represented by such certificate;

(e) The share of stock is of one class with equal pre-emptive right, voting power, and the right of dissolution;


(f) That the shares of said stock shall not be assessable;

(g) That the transfer of said stocks is restricted by the Articles of Incorporation and By-Laws of the corporation giving to incorporators herein a right and option to acquire the shares of other incorporators.

IN WITNESS WHEREOF, we have hereunto set our hands
and seals in triplicate this 11th day of Nov.,
1988.


VERL D. RAWSON


CHERYL K. RAWSON

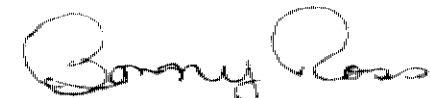

KENT RAWSON

STATE OF IDAHO)
COUNTY OF ~~Jerome~~ CASSIA) SS

ON THIS 11th day of November, 1988, before me, the
undersigned Notary Public, in and for the State of Idaho,
personally appeared VERL D. RAWSON, known to me to be the person
whose name is subscribed to the within and foregoing instrument,
and acknowledged to me that he executed the same.

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

(SEAL)


Notary Public for Idaho
Residing at Burley, Idaho
My Commission Expires: 11/9/91

STATE OF IDAHO)
COUNTY OF ~~Jerome~~ CASSIA) SS

ON THIS 11th day of November, 1988, before me, the
undersigned Notary Public, in and for the State of Idaho,
personally appeared CHERYL K. RAWSON, known to me to be the
person whose name is subscribed to the within and foregoing
instrument, and acknowledged to me that she executed the same.

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

(SEAL)


Notary Public for Idaho
Residing at ~~Burley~~, Idaho
My Commission Expires: 1/19/91

STATE OF IDAHO)
 ~~Term~~ : SS
COUNTY OF ~~CASSIA~~)

ON THIS 11th day of November, 1988, before me, the undersigned Notary Public, in and for the State of Idaho, personally appeared KENT RAWSON, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he executed the same.

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

(SEAL)


Notary Public for Idaho
Residing at ~~Burley~~, Idaho
My Commission Expires: 1/19/91