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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SUTTON LIVESTOCK CO., 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: December 26, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Sheryl Dedmon

Corporation Clerk

ARTICLES OF INCORPORATION
OF
SUTTON LIVESTOCK CO., INC.

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SEC. OF STATE
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KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of full age and citizen of the United States of America, do hereby state the following for the purpose of forming a corporation under the laws of the State of Idaho, Idaho Code, Title 30, and I do hereby certify, declare and adopt the following Articles of Incorporation.

I.

NAME: The name of this corporation shall be SUTTON LIVESTOCK CO., INC.

II.

DURATION: The period of existence and duration of the life of this corporation shall be perpetual.

III.

PURPOSE: The nature of the business and the object and purpose of this corporation shall be as follows:

(a) To engage in the general ranching, farming and livestock business; to acquire ranches consisting not only of real estate conveyed to the corporation, but also Taylor grazing rights and grazing privileges on the National Forests as well as leasehold interests on public and private lands; to acquire and operate all necessary machinery, equipment and motor vehicles as well as livestock in order to engage in a general farming,

ranching and livestock business, and to do and perform all acts incident thereto in order to perform said function.

(b) To acquire real and personal property by purchase, lease or otherwise for the purpose of carrying on the business described in (a) above, and for any other lawful purpose.

(c) To engage in any one or more other business or transactions which the Board of Directors of this corporation may, from time to time, authorize or approve, whether related or unrelated to the businesses described in (a) and (b) above, or to any other business then or theretofore done by this corporation.

(d) To have and to exercise all powers now or hereafter conferred by the laws of the State of Idaho upon corporations organized under the laws under which this corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(e) To act as principal, agent, joint venturer, partner, or in any other capacity which may be authorized or approved by the Board of Directors of this corporation; and

(f) To transact business in the State of Idaho or in any other jurisdiction of the United States of America or elsewhere in the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from

the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

IV.

CAPITAL STOCK: That the total authorized number of \$100.00 par value shares of this corporation shall be 10,000, for a total of \$1,000,000.00 which said shares shall be common stock and shall not be subject to assessment.

V.

REGISTERED AGENT: The name and address of the registered agent of the above named corporation is:

Buhl W. Sutton, 2779 Knob Hill Rd., Midvale, Id. 83645

The address of the initial registered office is:

2779 Knob Hill Rd., Midvale, Idaho 83645

VI.

BOARD OF DIRECTORS: The first Board of Directors shall consist of one (1) director, but during his term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, that the number of directors constituting a Board shall not be less than One (1) nor more than Five (5). The names and post office addresses of each of the Directors are:

NAMES

ADDRESSES

Buhl W. Sutton

2779 Knob Hill Rd., Midvale, Id. 83645

VII.

INCORPORATORS: The names and post office addresses of each of the incorporators are:

NAMES

ADDRESSES

Buhl W. Sutton

2779 Knob Hill Rd., Midvale, Id. 83645

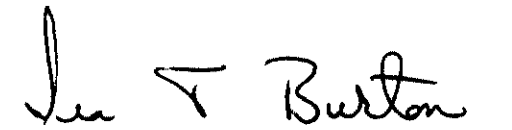
IN WITNESS WHEREOF, I have signed triplicate originals of these Articles this 24th day of December, 1991.


Buhl W. Sutton

STATE OF IDAHO)
) ss.
County of Washington)

On this the 24th day of December, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared BUHL W. SUTTON, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

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


Notary Public for Idaho
Residing at: Weiser, Idaho