



**CERTIFICATE OF INCORPORATION
OF**

DERBY W. FARMS, 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: April 25, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth J. Galala

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SEC. OF STATE
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ARTICLES OF INCORPORATION
OF
DERBY W. FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, being of age, and a citizen of the United States have this day voluntarily and for the purpose of forming a private corporation under the laws of the State of Idaho, hereby adopts the Articles of Incorporation as follows:

FIRST: The name of the corporation is DERBY W. FARMS, INC.

SECOND: The period of the corporation's duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

The transaction of any or all lawful business for which corporations may be incorporated under the Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock, each having a par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 4030 Fairway Drive, Lewiston, Idaho 83501, and the name of its initial registered agent at such address is CLAUDE WEBB.

SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as the Director until the first annual meeting of the shareholders or until his successor is elected and shall qualify is:

<u>Name</u>	<u>Address</u>
Claude Webb	4030 Fairway Drive Lewiston, Idaho 83501

SEVENTH: The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Claude Webb	4030 Fairway Drive Lewiston, Idaho 83501

DATED this 22nd day of ~~March~~ ^{April}, 1991.

Claude Webb
Claude Webb

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 22nd day of ~~March~~ ^{April}, 1991, before me,
Darrel W. AHERIN, a notary public, personally
appeared CLAUDE WEBB, known to me to be the person whose name
is subscribed to the 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 first above
written.

(NOTARY SEAL)

Darrel W. Aherin
Notary Public for Idaho
Residing at Lewiston
My commission expires on
11-1, 1991