

99282

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

IDAHO GARLIC 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: July 31, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By

*Sheryl Davies*

ARTICLES OF INCORPORATION

OF

IDAHO GARLIC INC.

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts Articles of Incorporation as follows:

ARTICLE ONE

NAME: The name of the corporation is Idaho Garlic Inc.

ARTICLE TWO

PURPOSES: The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated un the Idaho Business Corporation Act.

ARTICLE THREE

The duration of the corporation shall be perpetual.

ARTICLE FOUR

The location and post office address of the initial registered office of the corporation in the State of Idaho is: P.O. Box 52, 696 Stringtown Road, City of Georgetown, County of Bear Lake, State of Idaho, 83239. The name of the corporation's initial registered agent at that address is DeNece L. Hayes.

ARTICLE FIVE

The total authorized number of no par value shares of stock is One Hundred (100). No distinction shall exist between the shares of stock of this corporation or the holders thereof, and the holders of the shares of stock of this corporation shall be entitled to one vote per share.

## ARTICLE SIX

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagements of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation, nor shall stock of this corporation be liable to assessment for any purpose.

## ARTICLE SEVEN

The corporation may, from time to time, increase its total outstanding capital stock and may, from time to time, create or authorize one or more additional classes of stock with such designations, rights, preferences and privileges and subject to such restrictions, limitations, or qualifications as may be determined by the resolutions of the stockholders creating and authorizing the same, which may be the same or different from the designations, rights, preferences, privileges, restrictions, limitations, or qualifications of the class or classes of stock of the corporation then authorized.

## ARTICLE EIGHT

The corporation reserves the right to amend, alter or change any provisions contained in the Articles of Incorporation in the manner now or hereinafter provided by law.

## ARTICLE NINE

The number of directors constituting the initial board of directors of the corporation is Four (4). The names and post office addresses of the persons who shall serve as the initial directors until the first annual meeting of shareholders or until the successor is elected and shall qualify is:

Corey D. Hayes  
P.O. Box 52  
Georgetown, ID 83239; and

Dr. Robert Degnan  
360 N. 2nd  
Montpelier, ID 83254; and

DeNece L. Hayes  
P.O. Box 52  
Georgetown, ID 83239; and


Shannon Leigh Allison  
48 Ceder Hills Dr.  
Pocetello, ID 83204

ARTICLE TEN

The name and address of the incorporator is:

DeNece L. Hayes  
P.O. Box 52, 696 Stringtown Road  
Georgetown, ID 83239

IN WITNESS WHEREOF, I have hereunto set my hand this 28th  
day of July, 1992

  
DeNece L. Hayes