



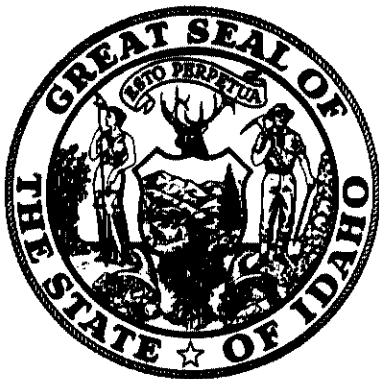
**CERTIFICATE OF INCORPORATION
OF**

REECE BROTHERS FARMS INCORPORATED

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 01, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Zedala

ARTICLES OF INCORPORATION

OF

REECE BROTHERS FARMS INCORPORATED

The undersigned incorporators desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act adopt the following articles of incorporation.

ARTICLES ONE

Corporate Name.

The name of the corporation is Reece Brothers Farms Incorporated.

ARTICLE TWO

Purpose.

The purposes of the corporation is to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

To carry freight for hire; to receive and load all varieties of commercial freight on board highway motor vehicles; to transport such freight to various destinations throughout the United States; and to buy sell, and otherwise deal in and with tractors and trailers suitable for commercial trucking, to maintain and repair the same.

To engage in any commercial, industrial and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho; to generally engage in, do and perform any enterprise,

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act or vocation that a natural person might or could do or perform.

ARTICLE THREE

Duration.

The period of duration of the corporation is perpetual.

ARTICLE FOUR

Registered Office and Agent.

The address of the corporation's initial registered office in the State of Idaho is 290 West 1200 North, Teton, Idaho 83452. The name of the corporation's initial registered agent at such address is Clinton Reece

ARTICLE FIVE

Stock

This corporation is authorized to issue only one class of stock shall be held of record by not more than 20 persons . Stock shall be issued and transferable only to natural persons who are not non resident aliens.

The total authorized number of stock is 100,000 shares all without par value.

ARTICLE SIX

Directors

The number of directors constituting the initial board of directors is three and the name and address of the persons who are to serve as directors until the first annual

meeting of the shareholders or until their successors are elected and qualify are:

NAME	ADDRESS
Clinton Reece	P.O. Box 153 Tetonla, Idaho 83452
Bonnie Kay Reece	P.O. Box 153 Tetonla, Idaho 83452
Shane Clinton Reece	P.O. Box 1 Tetonla, Idaho 83452



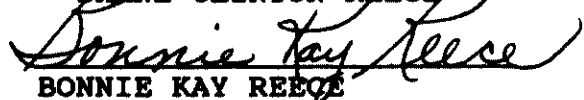
ARTICLE SEVEN

Incorporators

The name and address of the incorporator are:


NAME	ADDRESS
Clinton Reece	P.O. Box 153 Tetonla, Idaho 83452
Bonnie Kay Reece	P.O. Box 153 Tetonla, Idaho 83452
Shane Clinton Reece	P.O. Box 1 Tetonla, Idaho 83452

Executed in duplicate on the 28th day of June, 1991.


CLINTON REECE

SHANE CLINTON REECE

BONNIE KAY REECE

State of Idaho)
) ss.
County of Teton)

On this 28 day of June in the year 1991, before me appeared Clinton Reece, Shane Clinton Reece, and Bonnie Kay Reece, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.


Notary Public for Idaho
Residing at Driggs, Idaho
My Commission expires
9-20-93