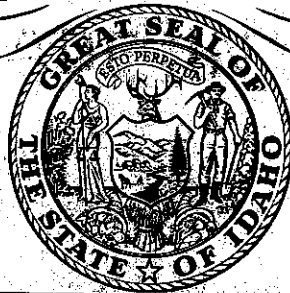


State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

ROWLAND'S, INC.

was filed in the office of the Secretary of State on the **Eighteenth** day of **September**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Pocatello

in the County of

Bannock

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **18th** day of **September**, A.D., 19**62**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

ROWLAND'S, INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being bona fide residents of the State of Idaho, do hereby associate ourselves for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of this Corporation shall be
ROWLAND'S, INC.

II.

The purposes for which this Corporation is formed are as follows:

A. To produce, purchase, or otherwise acquire, prepare, treat, dry, preserve, pasteurize, purify, manufacture, utilize, deal in and deal with, import and export, and sell or otherwise dispose of liquid milk, pasteurized milk, cream, butter, cheese, skim milk, buttermilk, yoghurt, casein, milk sugar, condensed milk, evaporated milk, dry milk of all kinds, dry compounds of cacao, sugar and milk, and any other products of milk, and any mixtures, preparations, compounds, and products containing milk constituents in any form; and food, food-stuffs, ingredients of foods, condiments, and provisions of every class and description, including meat, fruits, and vegetables, fresh, canned, preserved, or otherwise, ices, ice creams, confections, and beverages of all types; and such by-products as are incidental thereto.

To manufacture, prepare for market, buy, sell, trade, and deal in malted, condensed, preserved, pasteurized, desiccated, and evaporated milk, and all other manufactured forms of milk; to produce, purchase, sell, trade, and deal in fresh milk and all products of milk; to manufacture, purchase, lease, sell and deal in machinery, tools, implements, cans, bottles, cases, apparatus, and all other articles and appliances used in connection with selling and transporting the manufactures and other products of the Corporation.

To breed, pasture, raise, purchase, import, export, sell, deal, and trade in cattle and engage generally in every activity necessary, incidental to, or connected with the business of farming, cattle raising, dairying, and agriculture.

To construct, maintain, and operate refrigerating plants and cold storage warehouses.

B. To manufacture, buy or otherwise acquire, own, mortgage, sell, assign, transfer or otherwise dispose of, trade and deal in and with goods, wares, and merchandise, and articles of commerce of every kind and description.

C. To purchase, lease, take in exchange, or otherwise acquire, lands or interests therein, together with any buildings or structures that may be on the said lands or any of them, and to sell, lease, exchange, or otherwise dispose of the whole or any portion of the lands, and all or any of the buildings or structures that are now or may hereafter be erected thereon, and to take such security therefor as may be deemed necessary; to erect buildings and deal in building material; to take or hold mortgages for any unpaid balance of the purchase money on any of the lands, buildings, or structures so sold, and to sell or otherwise dispose of said mortgages; to improve, alter, and manage the said lands and buildings; to guarantee and otherwise assist in the performance of contracts or mortgages of persons, firms, or corporations with whom the Corporation may have dealings; and to assume and take over such mortgages or contracts on default.

D. To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, own, operate, and introduce, and to sell, assign, or otherwise dispose of any trade-marks, trade names, copyrights, patents, inventions, improvements, and processes used in connection with or held under letters patent of the United States, or elsewhere, which may be used in connection with or appertaining to any kind of business hereinbefore set forth and described; and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade-marks, trade names, copyrights, patents, licenses, processes, and the like, or any such property or rights.

E. To purchase, hold, cancel, reissue, sell, and transfer its own shares, bonds, or other evidences of indebtedness, insofar as the same may be permitted by law.

F. To advance or lend money with or without security to, and otherwise aid by endorsement, guaranty, or otherwise, any corporation, company, association, partnership, or trust, any of the shares, stocks, bonds, evidences of indebtedness of, or interest in, or securities or obligations of which shall have been acquired or contracted for by the Corporation, or in which, or the business of which, the Corporation shall have directly or indirectly any interest (including without limitation the power to guarantee the performance of any undertaking or obligation or the payment of dividends on stock or shares), and to discharge and cancel without payment any indebtedness thus arising.

G. Generally to carry on and undertake any other lawful business of the same

general nature, which may from time to time seem to the directors of the Corporation capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly to render valuable or enhance the value of any of the Corporation's properties, privileges, or rights.

H. To purchase, hold, acquire and sell stock in any other corporation or corporations.

I. To borrow money and execute notes and mortgages therefor and to loan money and take notes and mortgages to secure repayment of the same; to acquire real estate and personal property for investment purposes and to manage, rent, control, repair and otherwise deal in real estate and personal property.

J. To do all things incident to or connected with any of the aforesaid purposes which might further and aid the purposes and objectives set forth above.

III.

The period of existence of this corporation shall be perpetual.

IV.

The location and postoffice address and the registered office of this Corporation shall be Pocatello, Bannock County, State of Idaho.

V.

The business and prudential affairs of this Corporation shall be managed by a board of directors, consisting of nine (9) directors; said directors need not be stockholders of said corporation.

VI.

The amount of the total authorized capital stock of this Corporation shall be One Million and No/100 Dollars (\$1,000,000.00) divided into one million (1,000,000) shares of capital stock of the par value of One Dollar (\$1.00) per share.

VII.

In all elections for directors, every shareholder shall have the right to vote in person or by proxy for the number of shares of stock owned by him for as many persons as there are directors to be elected or to cumulate said shares and give one candidate as many votes as the number of directors multiplied by the number of his shares of stock shall equal, or to distribute them on the same principle among as many candidates as he shall think fit; the board of directors may fix a time not exceeding thirty (30) days preceding the date of any meeting of shareholders as a record date for the determination of the shareholders entitled to notice and to vote at any such meeting.

VIII.

The presence in person or by proxy of the holders of seventy-five percent (75%) of the voting power of all shareholders shall be required to constitute a quorum

at any meeting of the shareholders; the acts of a majority of the duly constituted quorum shall be the acts of the shareholders.

IX.

The amount of capital stock which has been actually subscribed by the following named persons, and the amounts subscribed by each, is as follows, to-wit:

NAME	ADDRESS	NO. OF SHARES	PAR VALUE
Verley C. Rowland	Pocatello, Idaho	50,000	\$50,000.00
Thomas B. Rowland	Pocatello, Idaho	50,000	\$50,000.00
Margaret H. Rowland	Pocatello, Idaho	25,000	\$25,000.00

IN WITNESS WHEREOF, we, the undersigned, being of lawful age and citizens of the United States, have hereunto set our hands and seals this 11 day of September, 1962.

Margaret H. Rowland

Verley C. Rowland

Thomas B. Rowland

STATE OF IDAHO)
COUNTY OF BANNOCK) SS:

On this 11 day of September, 1962, before me, a Notary Public in and for said state, personally appeared VERLEY C. ROWLAND, THOMAS B. ROWLAND and MARGARET H. ROWLAND, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

Notary Public

NOTARY PUBLIC for the State of Idaho
Residing at Pocatello, Idaho

(SEAL)