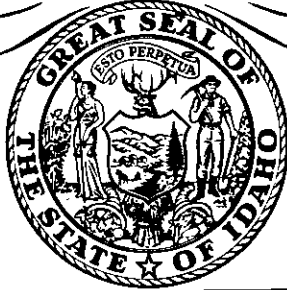


State of Idaho



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

CY'S MEATS, INC.

was filed in the office of the Secretary of State on the **Thirty-first** day
~~December~~ **Sixty-five** and
~~will be~~ **microfilm** A.D. One Thousand Nine Hundred
duly recorded on Film No. 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~~
Coeur d'Alene, from the date hereof, with its registered office in this State located at **Kootenai.**
in the County of

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 ~~31st~~ **65** day of ~~December~~
A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION

OF

CY'S MEATS, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, being residents of and citizens of the United States of America, of legal age, and all of whom are domiciled in and residents of the State of Idaho, do by this agreement associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify as follows:

I.

That the name of this corporation shall be CY'S MEATS, INC.

II.

The purpose of this corporation is to operate a business of buying, selling and dealing in meats of all kinds, game and poultry, for human consumption, both live and dressed, retail and wholesale, slaughtering meat animals for human consumption, processing, dressing, curing, smoking and preparing all kinds of meat for sale, including poultry and fish, and distributing the same. To merchandise, sell, offer for sale and distribute at wholesale and retail, foods and foodstuff of all kinds and descriptions, whether in bulk, packages or cans, including beverages of all kinds for all purposes, and to generally deal in groceries and grocery products suitable for public consumption. To own, operate, run and manage a retail and wholesale store and to own and/or lease real estate, buildings, fixtures and all necessary machinery and appliances

for running and operating a general merchandising business for the purposes of selling, manufacturing, packing and preserving foods of all kinds and their by-products and to own, operate and manage a cold storage locker business and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or any of the objectives, or the furtherance of any of the powers herein set forth, either alone or in association with other corporations, firms or individuals, and to do every act or acts, thing or things pertinent or growing out of, or connected with the objectives or purposes, or any part thereof, provided herein, insofar as the same shall not be inconsistent with the laws of the State of Idaho under which this corporation is formed.

III.

That the duration of this corporation shall be perpetual.

IV.

The Post Office Address of the corporation's registered office is 1324 N. 5th Street, Coeur d' Alene, Idaho.

V.

The total authorized number of par value shares is 100,000. The aggregate par value of the total authorized number of shares is \$100,000.00.

VI.

The stock of this corporation shall be divided into 100,000 shares of common stock, each having a par value of \$1.00.

VII.

The names and addresses of the incorporators and

the number of shares for which each has subscribed is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
Cyrus H. Bailey	Cherry Hill Coeur d' Alene, Idaho	1
Duane W. Rogness	1420 N. 7th Coeur d' Alene, Idaho	1
William A. Reagan	801 Indiana Coeur d' Alene, Idaho	1

VIII.

The directors of this corporation shall adopt such By-laws as are necessary for the operation of the business of this corporation and shall have the right to amend such By-laws in conformity with the provisions of said By-laws.

IX.

The number of directors to be elected at the first meeting of the corporation and who shall act and serve until their successors are duly elected by the stockholders, is three (3).

IN WITNESS WHEREOF, we have hereunto subscribed our names and seals this 29th day of December, 1965.

Cyrus H. Bailey
Duane W. Rogness
William A. Reagan

STATE OF IDAHO)
) ss.
 County of Kootenai)

On this 29th day of December, 1965, before me, the undersigned Notary Public, personally appeared CYRUS H. BAILEY, DUANE W. ROGNESS and WILLIAM A. REAGAN, known

to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and they acknowledged to me that they executed the same.

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

Chas. H. Kendall

Notary Public for Idaho.
Residing at Coeur d' Alene.
My commission expires: 11/7/67.