



**CERTIFICATE OF INCORPORATION  
OF**

**CPM, 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: **November 30, 1989**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*Elizabeth M. Zabala*

ARTICLES OF INCORPORATION

OF

CPM, INC.

Nov 30 4 51 PM '80

SECRETARY OF STATE

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

FIRST: The name of the corporation is CPM, INC.

SECOND: The period of its 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 Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten shares of par value of \$100.00 each.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

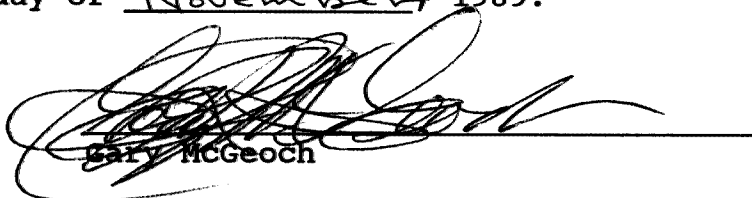
SEVENTH: The address of the initial registered office of the corporation is 2995 North Cole Road, Boise, Idaho, and the name of the initial registered agent at such address is Gary McGeoch.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is one. The name and address of the person who is to serve as director and who is also the incorporator is:

Gary McGeoch

8438 Fairview  
Boise, ID 83704


THE UNDERSIGNED, being the original incorporator and subscriber to the capital stock hereinbefore named for the purposes of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly has hereunto set his hand and seal this 29 day of November, 1989.

  
Gary McGeoch

STATE OF IDAHO           )  
                                  ) ss.  
County of Ada            )

On this 29 day of November, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared Gary McGeoch, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as of the day and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires: 5-31-95