

93631/15599



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**IDAHO SPECIALTY FOODS ASSOCIATION, 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 \_\_\_\_\_

**IDAHO SPECIALTY FOODS ASSOCIATION, INC.**

duly signed pursuant to the provisions of the Idaho Nonprofit 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 October 31, 19 90.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. Zabala*  
Corporation Clerk

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

IDAHO SPECIALTY FOODS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, each being a natural person and a citizen of the United States of America, hereby associate ourselves together for the purpose of forming a non-profit corporation under the provisions of Chapter 3, Title 30, Idaho Code, and do hereby adopt the following Articles of Incorporation.

ARTICLE 1

The name of this corporation shall be Idaho Specialty Foods Association, Inc.

ARTICLE 2

This corporation is a non-profit corporation.

ARTICLE 3

The term of the existence of this corporation shall be perpetual.

ARTICLE 4

The purpose of Idaho Specialty Foods Association is to bring specialty food producers together with the specialty food trades to promote the marketing and sales of its members products and to provide information and support to members.

What is a food producer? "A food producer is an individual or company who produces specialty food items themselves or pays to have another company produce specialty food items on their behalf."

Specialty food products as used herein shall mean: foods, beverages or confections meant for human use that are of the highest grade, style and/or quality in their category. Their specialty nature derives from a combination of some or all of the following qualities: their uniqueness, exotic origin, particular processing, design, limited supply, unusual application or use, extraordinary packaging or channel of distribution/sale, the common denominator of which is their unusually high quality.

#### ARTICLE 5

This corporation shall have members and the management of its affairs shall be vested in its members subject to the powers and authority granted to a Board of Directors as set forth in these Articles and the By Laws of the Corporation.

#### ARTICLE 6

The internal affairs of this corporation shall be governed by a Board of Directors consisting of members of the corporation, the number and selection of which shall be as set forth in the By Laws of this Corporation.

#### ARTICLE 7

The initial registered office of this Corporation shall be at Morning Star office, P.O. Box 748, 210 South 3rd East, Mountain Home, Elmore County, Idaho 83647, and the name of the official registered agent at such address is James J. Elias,

#### ARTICLE 8

The names and address of the directors constituting the initial Board of Directors are as follows:

Al Bruner  
St. Maries Wild Rice  
P.O. Box 293  
St. Maries, Idaho 83861

Jerome Eberharter  
White Cloud Mountain Coffee Company, Inc.  
P.O. Box 1737  
Boise, Idaho 83701

Jim Elias  
Morning Star Tomatoes  
P.O. Box 748  
Mountain Home, Idaho 83647

Teri Hill  
Hill's Resort, Inc.  
HCR 5, Box 162 A  
Priest Lake, Idaho 83856

Laurale Neal  
Premium Idaho Popcorn  
102 East Second Street  
Kuna, Idaho 83634

Fawn Olsen  
Fawn's Fudge Factory  
455 State Street  
Weiser, Idaho 83672

Tim Sommer  
Purple Sage Farms, Inc.  
11741 Bullock Lane  
Middleton, Idaho 83644

Lola Weyman  
Zursun, Ltd.  
P.O. Box 4569  
Ketchum, Idaho 83340

#### ARTICLE 9

The names and addresses of the Incorporator is James J. Elias, 210 South 3rd East, P.O. Box 748, Mountain Home, Idaho 83647-0748.

#### ARTICLE 10

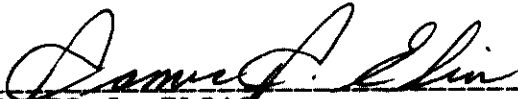
This Corporation reserves the right to alter, amend, change or repeal any provisions of these Articles of Incorporation in the manner now provided, or which hereafter may be provided by the laws of the State of Idaho, and all rights, privileges and powers by these Articles conferred are subject to this reservation.

#### ARTICLE 11

This Corporation, a non-profit Corporation, shall comply fully with the provisions of Section 501(c)(6) of the Internal Revenue Code of the United States of America and subsequent treasury regulations pertinent thereto. No part of the monies or assets of this Corporation shall inure to the profit of any individual either during the existence of this Corporation or upon its dissolution except a reasonable compensation may be paid

for the performance of services for the Corporation or in  
pursuance of the corporate purpose.

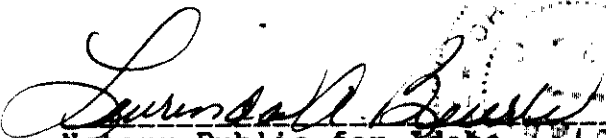
IN WITNESS WHEREOF, I, the undersigned, have hereunto set my  
hand and seal this 19 day of October, 1990.

  
JAMES J. ELIAS  
210 South 3rd East  
P.O. Box 748  
Mountain Home, Idaho 83647-0748

STATE OF IDAHO           )  
                                  )ss.  
County of Elmore        )

On this 19th day of October, 1990, before me the  
undersigned, a Notary Public in and for said State, personally  
appeared JAMES J. ELIAS, known to me to be the person whose name  
is subscribed to the foregoing instrument and acknowledged to me  
that they executed the same.

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

  
Notary Public for Idaho  
Residing at Grand View, Idaho  
My Commission Expires: 10-6-93

