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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
J. L. FREY FARMS, INC.

IDAHO SECRETARY OF STATE

01/11/1999 09:08
CX: 706 CT: 106373 IN: 177602

1 @ 100.00 = 100.00 CDDP # 2

C127102

The undersigned, acting as incorporators of J. L. Frey Farms, Inc., a corporation under the Idaho Business Incorporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is J. L. Frey Farms, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(A) To acquire farm property and other real estate, by purchase, lease or otherwise, to improve and develop the same, and thereon to plant, sow, cultivate and harvest grains, hay, vegetables, and all kinds of farm produce and products of the soil. In general, to conduct the business of farmers and to do everything incidental or conducive to the full accomplishment of the foregoing objects.

(B) To carry on any other kind of business or business activities that the Board of Directors may from time to time deem to be advisable or proper in connection with the business.

(C) To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements of property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property,

1 rights, franchises and assets of every kind and the liabilities of any person, firm,
2 association, or corporation, either wholly or in part, and to pay for the same in cash, stocks
3 or bonds of the corporation, or otherwise.

4 (D) To transact any and all lawful business for which corporations may
5 be incorporated under the Idaho Business Corporation Act.

6 **FOURTH:** The aggregate number of shares which the corporation shall
7 have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	100,000	No	100,000

11 **FIFTH:** Provisions denying preemptive rights are: None.

12 **SIXTH:** Provisions for the regulation of the internal affairs of the corporation
13 are: As set forth in the Bylaws.

14 **SEVENTH:** The address of the initial registered office of the corporation is
15 3803 North 1500 East, Buhl, Idaho 83316, and the name of the initial registered agent at
16 such address is James L. Frey.

17 **EIGHTH:** The number of the directors constituting the initial Board of
18 Directors of the corporation is two (2). This number may be changed by the Bylaws of the
19 corporation, and the names and addresses of the persons who are to serve as directors
20 until the first annual meeting of shareholders or until their successors are elected and shall
21 qualify are:
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<u>NAME</u>	<u>ADDRESS</u>
James L. Frey	3803 North 1500 East Buhl ID 83316
Jacqueline Frey	3803 North 1500 East Buhl ID 83316

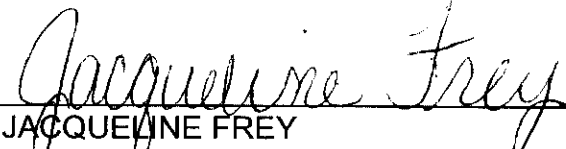
EIGHTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
James L. Frey	3803 North 1500 East Buhl ID 83316
Jacqueline Frey	3803 North 1500 East Buhl ID 83316

DATED This 6th day of January, 1999.



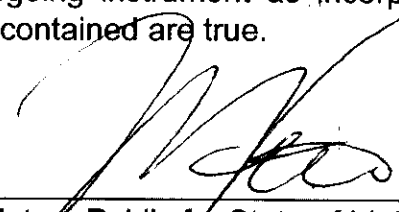
JAMES L. FREY



JACQUELINE FREY

STATE OF IDAHO)
 : ss
County of Twin Falls)

I, Michael H. Felton, Sr., a notary public, do hereby certify that on this 6th day of January, 1999, personally appeared before me JAMES L. FREY and JACQUELINE FREY, who, being by me first duly sworn, declared that they are the incorporators of F & F FARMS, INC., that they signed the foregoing instrument as incorporators of the corporation, and that the statements therein contained are true.



Notary Public for State of Idaho
Residing at Buhl, Idaho
My Commission Expires: 09/29/2003