



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

KNUDSEN POOR FARMS, INC.

was filed in the office of the Secretary of State on **May 8th**, 19 **78**
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 **American Falls, Idaho** in the county of **Power**

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 **8th**
day of **May**, A.D., 19 **78**

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

ARTICLES OF INCORPORATION

OF

KNUDSEN POOR FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5, do hereby certify as follows:

I.

The name of the corporation is KNUDSEN POOR FARMS, INC..

II.

The purposes for which said corporation is formed are:

(a) To acquire farm properties and other real estate, by purchase, lease or otherwise, to improve and develop the same, and thereon to plant, sow, cultivate and harvest row crops, grains, hay, forage and all kinds of farm produce and products of the soil.

(b) To breed, raise, buy, pasture, prepare for market, exhibit, sell, and deal in livestock of all kinds.

(c) To acquire and maintain vehicles, farm machinery and all other farm equipment suitable for farming.

(d) In general, to conduct the business of farmers, dairymen and stock raisers, and to do everything incidental or conducive to the full accomplishment of the foregoing objects.

III.

This corporation shall have all the power, authority and capacity set forth in Section 30-114 of the Idaho Code, as now enacted or hereafter amended, including but not limited to the following:

1. To sue and be sued, appear, complain and defend in any court of law or equity, or before any board, commission or tribunal;

2. To have and use a corporate seal which may be altered at pleasure;

3. To appoint such officers, employees and agents as the business of the corporation may require, and to allow them compensation;

4. To make bylaws not inconsistent with any existing law for the management of its business and property, the regulation and conduct of its affairs, and the certification and transfer of its stock;

5. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

6. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its affairs, and the purposes of the Corporation.

7. To do all acts as are necessary and expedient to accomplish its stated purposes.

IV.

The corporation shall have perpetual existence.

V.

The location and post office address of the registered office of the corporation is Box 606, American Falls, Idaho, 83211.

VI.

The total authorized number of shares of capital stock which the corporation shall have authority to issue is 500, and all of which are to be without par value. Any non-issued shares herein authorized may be issued from time to time by the corporation in such manner, amounts and proportions and for such consideration as shall be determined from time to time by the board of directors.

VII.

At all elections of the directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for those provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number of directors to be voted for, or any two or more of them, as he may see fit.

VIII.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

Bob W. Knudsen	Aberdeen, Idaho 83210	1 share
Clara Knudsen	Aberdeen, Idaho 83210	1 share
Robert J. Knudsen	Aberdeen, Idaho 83210	1 share

IN WITNESS WHEREOF, we have hereunto set our hands this 25th day
of April, 1978.

Robert W. Knudsen
Bob Knudsen
Clara Knudsen

STATE OF IDAHO)
)ss
COUNTY OF Bennett)

On this 28 day of April, 1978, before me the undersigned, a
Notary Public in and for said State, personally appeared BOB W. KNUDSEN,
CLARA KNUDSEN and ROBERT J. KNUDSEN, 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 affixed my
official seal the day and year in this certificate first above written.

JR Money Jr
Notary Public for Idaho
Residing at: Pocatello