

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

TETON SEED MARKETING ASSOCIATION, INC.

File number C 117852

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 TETON SEED MARKETING 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: January 13, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alisa Hartley*

Articles of Incorporation  
of  
Teton Seed Marketing Association, Inc.

JAN 13 8 28 AM '97  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLE ONE  
CORPORATE NAME

The name of the Corporation shall be Teton Seed Marketing Association, Inc.

ARTICLE TWO  
CORPORATE PURPOSES

The purpose of the Corporation shall be to market seed potatoes grown by its shareholders, and to conduct any other and all business which may be lawfully conducted by a "not for profit" corporation organized pursuant to Chapter 3 of Title 30 of the Idaho Code and other applicable laws of the State of Idaho.

ARTICLE THREE  
NOT FOR PROFIT CORPORATION

The Corporation shall be a "Not For Profit" corporation organized pursuant to Chapter 3 of Title 30 of the Idaho Code.

Articles of Incorporation  
Teton Seed Marketing Association, Inc.  
21.008.01.Art.

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IDAHO SECRETARY OF STATE  
DATE 01/13/1997 0900 54379

CK #: 2502 CUST# 44522

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**ARTICLE FOUR  
INITIAL DIRECTORS OF THE CORPORATION**

The initial Directors of the Corporation shall be the individuals named below and their respective address is that set for adjacent to their name:

<u>Name</u>	<u>Address</u>
Bruce R. Ricks	2482 East 3000 North Sugar City, Idaho 83448
Jaydell Buxton	256 South 500 West Driggs, Idaho 83422
Paris V. Penfold	207 South 175 East Driggs, Idaho 83422
Bruce J. Arnold	388 Wells Avenue Post Office Box 67 Felt, Idaho 83452
Jack Hoopes	1009 West Highway 33 Post Office Box 70 Tetonia, Idaho 83452
R. J. Hoopes	760 North Hoopes Road Post Office Box 240 Tetonia, Idaho 83452
Kerry Buxton	540 West 300 South Driggs, Idaho 83422
John Winger	994 South 100 West Victor, Idaho 83455

**ARTICLE FIVE  
REGISTERED OFFICE AND REGISTERED AGENT**

The initial Registered Agent of the Corporation shall be Bruce J. Arnold, and the initial Registered Office of the Corporation, where the Registered Agent can be found shall be 388 Wells Avenue, Felt, Idaho, 83424.

**ARTICLE SIX  
INCORPORATORS**

The names and addresses of the Incorporators of the Corporation are:

<u>Name</u>	<u>Address</u>
Bruce R. Ricks	2482 East 3000 North Sugar City, Idaho 83448
Jaydell Buxton	256 South 500 West Driggs, Idaho 83422
Paris V. Penfold	207 South 175 East Driggs, Idaho 83422
Bruce J. Arnold	388 Wells Avenue Post Office Box 67 Felt, Idaho 83452
Jack Hoopes	1009 West Highway 33 Post Office Box 70 Tetonia, Idaho 83452
R. J. Hoopes	760 North Hoopes Road Post Office Box 240 Tetonia, Idaho 83452

Kerry Buxton

540 West 300 South  
Driggs, Idaho 83422

John Winger

994 South 100 West  
Victor, Idaho 83455

**ARTICLE SEVEN  
SHAREHOLDERS AND MEMBERS**

The Corporation shall have "members". The Corporation shall issue shares to its members in accordance with the provisions of the By Laws of the Corporation. The "members" of the corporation shall be known as "shareholders".

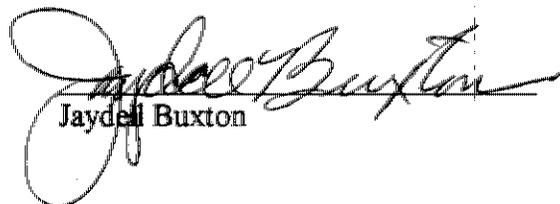
**ARTICLE EIGHT  
DISTRIBUTION OF ASSETS ON DISSOLUTION**

Upon dissolution of the Corporation all assets of the Corporation shall be liquidated and distributed to the shareholders in proportion to the numbers of shares each shareholder in the Corporation holds.

DONE and DATED this 09th day of January, 1997.



Bruce R. Ricks



Jaydel Buxton



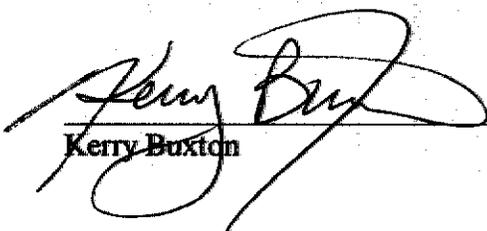
Paris V. Penfold

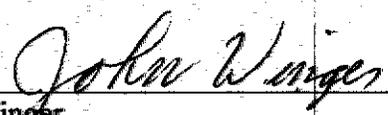


Bruce J. Arnold

  
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Jack Hoopes

  
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R. J. Hoopes

  
\_\_\_\_\_  
Kerry Buxton

  
\_\_\_\_\_  
John Winger