



**Department of State**

**CERTIFICATE OF AMENDMENT  
OF**

**AMAZING GRAINS OF IDAHO, INC.**

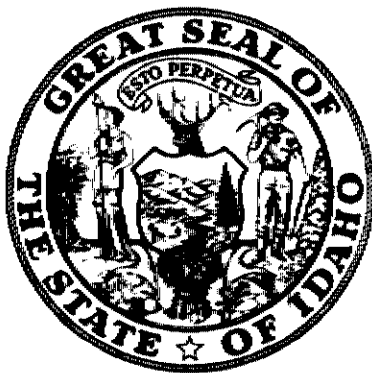
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

**AMAZING GRAINS OF IDAHO, INC.**

duly signed and verified 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  
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles  
of Amendment.

Dated \_\_\_\_\_ **July 13** , 19 **88** .



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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RESOLUTION OF THE INCORPORATORS

AMAZING GRAINS OF IDAHO, INC.

WHEREAS, the incorporators of AMAZING GRAINS OF IDAHO, INC. wish to add the names of two (2) directors to the Articles of Incorporation;

WHEREAS, the incorporators desire to provide the corporation with the authority to issue ten million (10,000,000) shares upon the advice of their business planner; and

WHEREAS, no shares of the corporation have been issued as yet,

THEREFORE, BE IT RESOLVED that the Articles of Incorporation of Amazing Grains of Idaho, Inc. should be restated with the following amendments:

ARTICLE FOURTH: SHARES

It shall have the authority to issue ten million (10,000,000) shares of stock all of one class of \$.01 par value.

ARTICLE SIXTH: DIRECTORS

The number of directors constituting the initial Board of Directors is four (4), whose names and addresses are:

John Sheldon  
2485 Holt Stage  
Kalispell, Montana 59901

Jeff Schabel  
Mission Way  
Kalispell, Montana 59901


Clarence Hoffman  
P. O. Box 1492  
Kalispell, Montana 59903


WILLIAM VERN MCCANN, JR.  
LAWYER  
1027 BRYDEN AVENUE  
LEWISTON, IDAHO 83501  
(208) 743-5517

Jerry Hersman  
1313 Sixth Avenue East  
Kalispell, Montana 59901

AND FURTHER BE IS RESOLVED that the restated Articles  
of Incorporation of Amazing Grains of Idaho, Inc. should be  
forwarded to the Secretary of State, State of Idaho, as provided  
in Idaho Code 30-1-62.

DATED this 19 day of June, 1988.

  
\_\_\_\_\_  
John Sheldon, Incorporator  
Amazing Grains of Idaho, Inc.

  
\_\_\_\_\_  
Jeff Schabel, Incorporator  
Amazing Grains of Idaho, Inc.

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RESTATED ARTICLES OF INCORPORATION  
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**AMAZING GRAINS OF IDAHO, INC.**

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

**FIRST: NAME**

The name of the corporation is Amazing Grains of Idaho, Inc.

**SECOND: DURATION**

The period of its duration is perpetual.

**THIRD: PURPOSE**

The purpose or purposes for which the corporation is organized are: the processing, preparation and marketing of toasted grains and the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**FOURTH: SHARES**

It shall have the authority to issue 10,000,000 shares of stock all of one class of \$.01 par value.

**FIFTH: REGISTERED AGENT**

The address of its initial registered office is: 129 West Third, Moscow, Idaho 83843. The name of its initial registered agent at such address is: Dwight S. Hoffman.

WILLIAM VERN MCCANN, JR.  
LAWYER  
1027 BRYDEN AVENUE  
LEWISTON, IDAHO 83801  
(208) 743-5517

**SIXTH: DIRECTORS**

The number of directors constituting its initial board of directors is four (4), whose names and addresses are:

John Sheldon  
2485 Holt Stage  
Kalispell, Montana 59901

Jeff Schabel  
Mission Way  
Kalispell, Montana 59901

Clarence Hoffman  
P. O. Box 1492  
Kalispell, Montana 59903

Jerry Hersman  
1313 Sixth Avenue East  
Kalispell, Montana 59901


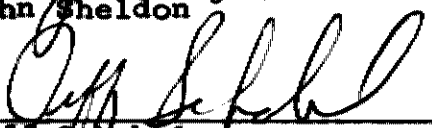
**SEVENTH: INCORPORATORS**

The name and address of each incorporator is:

John Sheldon  
2485 Holt Stage  
Kalispell, Montana 59901

Jeff Schabel  
Mission Way  
Kalispell, Montana 59901

DATED this 19 day of June, 1988.

  
\_\_\_\_\_  
John Sheldon  
  
\_\_\_\_\_  
Jeff Schabel

STATE OF MONTANA     )  
                              ) ss.  
County of Flathead    )

I, Cheryl Berger, a Notary Public, do hereby certify that on this 8th day of July, 1988, personally appeared before me Jeff Schabel, who, being by me first duly sworn, declared that he is an incorporator of Amazing Grains of Idaho, Inc., that he signed the foregoing document as an incorporator of the corporation, and that the statements therein contained are true.

(SEAL)

Cheryl Berger  
Notary Public for Montana  
Residing at: Kalispell  
My Commission Expires: 11-15-88