



CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

FIELDS LAND CO.

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **December** A.D. One Thousand Nine Hundred **Fifty-nine** and duly recorded on Film No. **109** of Record of Domestic Corporations, of the State of Idaho, 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

Gooding, in the County of **Gooding**.

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 **29th** day of **December**, A.D., 1959.

Secretary of State.

ARTICLES OF INCORPORATION

FIELDS LAND CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being citizens of the United States, and of full age, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify in writing:

I.

That the name of said corporation shall be FIELDS LAND CO.

II.

That the purpose for which said corporation is found are:

- (1) To conduct a general farming and livestock business and in that regard; to acquire, own, operate, improve and develop farms, agricultural land, grazing land, and rights thereon; to lease and operate farms, agricultural land, grazing land and rights thereon and to deal and trade in farms, agricultural land, grazing land and rights therein; to deal and trade in farm products and by-products; to deal and trade in and to own and manage livestock; and to deal and trade in livestock products and by-products.
- (2) To buy, sell, handle, store, and otherwise acquire and exchange any and all types, varieties and kinds of agricultural products, and to engage in the business of grading, sorting, preserving, processing and marketing thereof either at wholesale or retail.

- (3) To conduct any other kind of business activity that the board of directors may, from time to time, by resolution, determine to be advisable for the corporation to conduct in relation to a general livestock and farming business.
- (4) To purchase its own stock for the following purpose: To reorganize its capital stock; to enter such stock upon its books as treasury stock; to reissue such stock; to redeem such stock and to deal and trade in such stock.
- (5) To act as surety and guarantor in any and all types of engagements including the power to execute, endorse and deliver contracts and to guarantee the prompt and satisfactory performance and payment of debts, notes, agreements, contracts and undertakings of any other person, firm, partnership or corporation; including also the power to act as an accommodation, co-maker or guarantor each a primary or secondary obligor.

None of the purposes enumerated herein shall have a limitation on the powers and authorities granted to the corporation by the laws and statutes of the State of Idaho.

III.

That the term for which said corporation shall execute is perpetual.

IV.

That the registered office of said corporation shall be Gooding, Idaho, and that the post office address of the registered office of said corporation shall be Gooding, Idaho.

V.

That the amount of capital stock of said corporation shall be \$250,000 divided into 2,500 shares of a par value of \$100 each and that the total authorized number of shares shall be 2,500 and their aggregate par value \$250,000.

VI.

That the amount of capital stock of said corporation which has been actually subscribed for is \$300 and the following are the names and post office addresses of each of the incorporators and the number of shares subscribed by each:

<u>NAME OF INCORPORATORS</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>
Ernest E. Fields	Gooding, Idaho	1
Edna M. Fields	Gooding, Idaho	1
Wesley Fields	Corral, Idaho	1

In witness whereof we have hereunto set our hands and seals this 23rd day of December, 1959.

Ernest E. Fields
ERNEST E. FIELDS

Edna M. Fields
EDNA M. FIELDS

Wesley Fields
WESLEY FIELDS

STATE OF IDAHO }
County of Gooding } ss.

On this 23rd day of December, 1959, before me, the undersigned, a Notary Public for said County and State, personally appeared ERNEST E. FIELDS, EDNA M. FIELDS and WESLEY FIELDS known to me to be the persons whose names are 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.

John H. Steele
Notary Public
Residing at Gooding

(Seal)