

OF

GABICA FARMS, INC.

ARTICLE VI.

The names and post office address of the incorporators are as follows:

<u>Name</u>	<u>Post Office Address</u>
Joe Gabica	P.O. Box 911 Middleton, Idaho 83644
Donna Gabica	P.O. Box 911 Middleton, Idaho 83644
Dan Gabica	P.O. Box 911 Middleton, Idaho 83644

The names and post office addresses of the directors are as follows:

<u>Name</u>	<u>Post Office Address</u>
Joe Gabica	P.O. Box 911 Middleton, Idaho 83644
Donna Gabica	P.O. Box 911 Middleton, Idaho 83644
Dan Gabica	P.O. Box 911 Middleton, Idaho 83644

ARTICLE VII.

The Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, that the number of directors constituting the Board of Directors shall not be less than two (2) nor more than six (6).

ARTICLE VIII.

The Board of Directors, by a majority vote, shall have the power to adopt By-Laws, and to repeal and amend By-Laws.

ARTICLE IX.

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation, shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and the director of the corporation who is also so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation, of the corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporators of said corporation have hereunto set their hands and seals this 19th day of September, 1997.


Joe Gabica
JOE GABICA
Donna Gabica
DONNA GABICA
Dan Gabica
DAN GABICA

STATE OF IDAHO)
) ss
County of Canyon)

On this 19th day of September, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared JOE GABICA, DONNA GABICA and DAN GABICA, 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.

(SEAL)


Notary Public for Idaho
Residing at: *Caldwell, Idaho*
My Commission Expires: *July 17, 2003*