



CERTIFICATE OF INCORPORATION
OF

BAKER'S AKERS, INC.

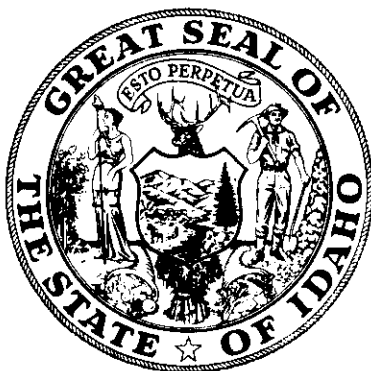
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BAKER'S AKERS, INC.

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

Dated _____ April 1 _____, 19 80 _____.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
BAKER'S AKERS, INC.

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

FIRST:

The name of the corporation is Baker's Akers, Inc.

SECOND:

The period of its duration is perpetual.

THIRD:

The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH:

The aggregate number of shares which the corporation shall have authority to issue 10,000 shares at \$100.00 per share par value.

FIFTH:

Provisions denying pre-emptive rights are: None.

SIXTH:

The address of the initial registrered office of the corporation is 700 West 900 South, Star Route, Box 62, Burley, Idaho, and the name of its initial registrered agent at such address in Dale L. Baker.

SEVENTH:

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and and names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
William E. Baker	Route 3, Box 344-B, Burley, Idaho
Phyllis J. Baker	Route 3, Box 344-B, Burley, Idaho
Dale L. Baker	Star Route, Box 62, Burley, Idaho

EIGHTH:

The name and address of each incorporator is:

William E. Baker	Route 3, Box 344-B, Burley, Idaho
Phyllis J. Baker	Route 3, Box 344-B, Burley, Idaho
Dale L. Baker	Star Route, Box 62, Burley, Idaho

NINTH:

Any stockholder of this corporation who desires to sell or part with his shares of stock herein shall first offer the same to the corporation, which corporation shall have sixty (60) days within which to determine whether or not the corporation will purchase or acquire such shares for the price and terms offered. If the corporation rejects the offer or fails to accept the same within sixty (60) days after the offer is made, the shareholder desiring to sell or part with his shares shall offer the same at the same price and terms to the other stockholders of the corporation, who shall have sixty (60) days from the date thereof to determine whether they, or any of them, desire to purchase the shares. In the event any of the stockholders desire to purchase the shares so offered, the said shares shall be acquired by accepting stockholders in proportion to their respective holdings in the corporation. In the event all of the stockholders reject the offer or fail to accept the same within sixty (60) days after the offer is made, the person offering the stock for sale may then sell the same on the open market, provided, however, that no share may be sold on the open market at a selling price less than the price offered or upon different terms than those offered by the selling stockholder to the corporation or to any stockholder thereof.

DATED this 24 day of March, 1980.

William E Baker
William E. Baker

Phyllis J Baker
Phyllis J. Baker

Dale L. Baker
Dale L. Baker

STATE OF IDAHO)
 :SS
County of Cassia)

On this 24 day of March, 1980, before me the undersigned, a Notary Public in and for said State, personally appeared William E. Baker, Phyllis J. Baker, and Dale L. Baker, known to me to be the persons whose names are subscribed to the within and 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 first above written.

Joseph A. Brown
NOTARY PUBLIC FOR IDAHO
Residing at Burley, Idaho
My Commission is for Life