



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

STEINMETZ FARMS, INC.

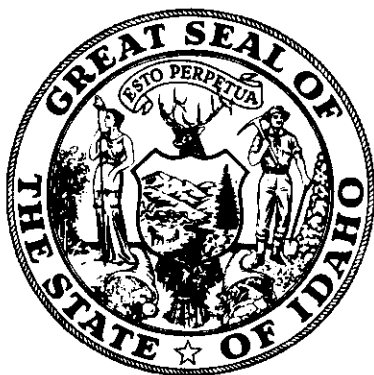
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

STEINMETZ FARMS, 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 October 17, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

Oct 17 8 20 AM '80

ARTICLES OF INCORPORATION

SECRETARY OF STATE

OF

STEINMETZ FARMS, INC.

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

I.

The name of said corporation shall be "Steinmetz Farms, Inc."

II.

The purposes for which said corporation is formed are:

(1) To acquire farm and ranch properties and other real estate, by purchase, lease or otherwise, to improve and develop the same, and thereon to plant, sow, cultivate and harvest grains, hay, forage, sugar beets, fruit, potatoes, beans, seed, and all kinds of farm produce and products of the soil. To breed, raise, buy, pasture, prepare for market, exhibit, sell, and deal in livestock of all kinds. To engage in dairying and ranching. To conduct in all their several departments and branches, the business of farmers, fruit growers, dairymen, stock raisers and landleveling and trucking. To do everything incidental or conducive to the full accomplishment of the foregoing objects.

(2) To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein. To purchase, breed, raise, produce, or otherwise acquire, invest in, own, hold, use, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, trade, deal in and deal with any and all kinds of animals and agricultural products, farm machinery, land leveling equipment, trucking equipment and manufacture, produce, purchase, or otherwise acquire, invest in, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, deal in, and deal with any and all articles or things.

(3) To manufacture, produce, buy, sell, trade and deal in any and all types and kinds of goods, machinery, products, merchandise and personal property of every class and description at wholesale or retail for and on the account of the corporation or as manufacturer, broker, factor, or agent for others.

1 (4) To enter into, make, perform and carry out
2 contracts of every sort and kind with any person, firm
3 or corporation or other legal entity and to acquire and
4 take over the good will, property, rights, franchises,
5 options and assets of every kind and the liabilities of
6 any person, firm, association, corporation or other
7 legal entity either wholly or in part, and to pay for
8 the same in cash, stock, or bonds of the corporation
9 or otherwise.

10 (5) To purchase or acquire property, business
11 rights or franchises or for any other object in or
12 about its business affairs, to incur debt and to borrow
13 and secure the payment of money in any lawful manner,
14 including the issue and sale or other disposition of
15 bonds, debentures, notes or other evidence of indebtedness,
16 and to acquire by purchase, gift, or otherwise, shares
17 of its own corporate stock and cancel the same or any
18 part thereof, or hold all or any of such stock for
19 resale as treasury stock, or for the purpose of making
20 stock dividends to its shareholders and to restrict the
21 transferability of its outstanding shares to the extent
22 reasonably necessary to protect the rights of the
23 corporation and its shareholders in any stock purchase,
24 contracts, or options that may be made between themselves
25 or any of them.

26 (6) To act as surety or creditor in any and all
27 types of engagement, including the power to execute,
28 endorse and deliver contracts and to guarantee the
29 prompt and faithful performance for payment of debts,
30 notes, agreements, contracts and undertakings of any
31 other person, firm, partnership, or corporation, and to
32 act as accomodation co-maker or guarantor on obli-
gations either as primary or secondary obligor.

(7) Without in any manner limiting any of the
objects, purposes or powers of the corporation, the
business or purposes of said corporation shall be from
time to time to do any one or more of all of the acts
or things herein set forth.

(8) The several subdivisions contained in this
paragraph of purposes shall be construed as both
purposes and powers and the enumeration thereof shall
not be held to limit or restrict in any manner the
general powers conferred on business corporations by
the laws of the State of Idaho, all of which powers are
hereby expressly claimed.

III.

The corporation shall have perpetual existence.

IV.

The registered office of said corporation in the State
of Idaho shall be located in Hazelton, in the County of Jerome,
and that the post office address of the registered office of said

corporation in the State of Idaho is R.F.D. #2, Box 65, Hazelton, Idaho, 83335. The registered agent of the corporation is Henry J. Steinmetz, whose address is Route #2, Box 65, Hazelton, Idaho, 83335.

V.

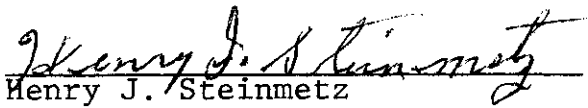
The capital stock of said corporation shall be composed entirely of stock of no par value and the authorized number of such shares of no par stock shall be One Hundred (100). That all of said stock shall be known as common stock.

VI.

The amount of capital stock of said corporation which has been actually subscribed is Four (4) shares, and the following are the names and post office addresses of each of the incorporators and initial directors and the number of shares subscribed by each.

Names of Incorporators & Initial Directors	Post Office Addresses	No. of Shares Subscribed
Henry J. Steinmetz	Route #2, Box 65 Hazelton, ID 83335	1
Martha E. Steinmetz	Route #2, Box 65 Hazelton, ID 83335	1
Jay Ruben Steinmetz	Route #2, Box 65 Hazelton, ID 83335	1
Oran Neal Steinmetz	Route #2, Box 65 Hazelton, ID 83335	1

IN WITNESS WHEREOF, we have hereunto set our hands
this 2nd day of OCTOBER, 1980.


Henry J. Steinmetz


Martha E. Steinmetz


Jay Ruben Steinmetz


Oran Neal Steinmetz

1 STATE OF IDAHO

2 County of

)
) ss.
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3 On this 2ND day of OCTOBER, 1980, before me,
4 the undersigned, a Notary Public in and for said County and
5 State, personally appeared Henry J. Steinmetz, Martha E. Steinmetz,
6 husband and wife, and Jay Ruben Steinmetz and Oran Neal Steinmetz,
7 known to me to be the persons whose names are subscribed to the
8 within instrument and acknowledged to me that they executed the
9 same.

10 IN WITNESS WHEREOF, I have hereunto set my hand and
11 affixed my official seal, the day and year in this certificate
12 first above written.

13
14 
15 Notary Public