



CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

COTTEREL FARMS CO.

was filed in the office of the Secretary of State on the 28th day
of April A.D. One Thousand Nine Hundred Fifty-eight and
duly recorded on Film No. 102 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
Malta in the County of Cassia

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 28th day of April ,
A.D., 19 58 .

Secretary of State.

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ARTICLES OF INCORPORATION

OF

COTTEREL FARMS CO.

KNOW ALL MEN BY THESE PRESENTS:

That 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.

That the name of said corporation shall be COTTEREL FARMS CO.

II.

That the purposes for which said corporation is formed are:

(1) To buy, sell, own, operate, deal in and trade in any and all kinds and types of farm, ranch, urban and sub-urban lands and real estate.

(2) Improve and develop real and personal property through the construction of buildings, construction and operation of irrigation works by diversion from natural streams, by wells and pumping projects or by any other means, or through any other method that seems necessary, desirable or convenient to the directors of the corporation.

(3) To engage in the business of farming and ranching, the reclamation, irrigation, drainage and development of farms, farm lands and ranch lands, and to plant, grow, produce and develop, 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; to engage in the business of buying, selling, breeding, raising, fattening, processing and marketing either at wholesale or retail of all types of livestock; and to do any and all things in connection with a general farming and livestock business.

(4) To carry on any other kind of business or business activities that the Board of Directors may from time to time deem to be advisable or proper in connection with general farming and livestock business.

(5) To buy, sell or otherwise dispose of, trade, and deal in any and all kinds of farm products or livestock or the by-products of farming or livestock raising or any other kinds of products arising from farming.

(6) To purchase, lease, own, sell, mortgage, sublease, or otherwise acquire lands, buildings, easements or property, real and personal including all types and

kinds of equipment used in connection with farming and ranching and in the storage, processing and marketing of all types and kinds of agricultural products and by-products, which are requisite for the purpose or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises, options and assets of every kind and the liabilities of any person, firm, association or corporation, either wholly or in part, and to pay for the same in cash, stocks or bonds of the corporation or otherwise.

(7) In the purchase or acquisition of property, business rights, or franchises or for any other object in or about its business or affairs, to incur debt and to borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, notes and other evidences of indebtedness.

(8) To act as surety or creditor in any and all types of engagements, including the power to execute, endorse and deliver contracts and to guarantee the prompt and faithful performance for payment of debts, notes, agreements, contracts and undertakings of any other person, farm, partnership, or corporation; and including also the power to act as accomodation co-maker or guarantor of obligations either as primary or secondary obligor.

(9) Without in any manner limiting any of the objects or purposes or powers of the corporation, the business or purposes of the Company shall be from time to time to do any one or more or all of the acts and things herein set forth and to engage in the farming and livestock business and all such other acts, things and business in any way connected therewith or auxilliary thereto.

The several subdivisions contained in this statement 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 this type of corporation by the laws of the State of Idaho, all of which are hereby expressly claimed.

III.

The term for which said corporation shall exist is perpetual.

IV.

That the number of directors of said corporation shall be three (3).

V.

That the registered office of said corporation in the State of Idaho shall be located in Malta, in the County of Cassia, State of Idaho, and that the post office address of the registered office of said corporation in the State of Idaho is Malta, Idaho.

VI.

That the amount of capital stock of said corporation shall be \$100,000.00 divided into 1,000 shares of a par value of \$100.00 each, and that the total authorized number of shares shall be 1,000 and that their aggregate par value is \$100,000.00; and that all the stock of this corporation when fully paid shall be nonassessable.

VII.

That the amount of capital stock of said corporation which has been actually subscribed is \$300.00 and that the names and post office addresses of each of the incorporators and the number of shares subscribed by each are as follows:

<u>Name of Incorporator</u>	<u>Post Office Address</u>	<u>No. of Shares</u>
F. M. Brown	Twin Falls, Idaho	1
Erma Baxter	Filer, Idaho	1
Juanita Bollinger	Twin Falls, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands this 25 day of April, 1958.

F. M. Brown

Erma Baxter

Juanita Bollinger

STATE OF IDAHO,)
County of Twin Falls.) ss.

On this 25th day of April, 1958, before me the undersigned, a Notary Public, in and for said County and State personally appeared F. M. Brown, Erma Baxter and Juanita Bollinger, known to me to be the persons whose names are subscribed to the within 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.

Cyril D. Dwyer
Notary Public
Residing at Twin Falls, Idaho

(SEAL)