

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

PHEASANT RUN ORCHARD, 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 _____

PHEASANT RUN ORCHARD, 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.

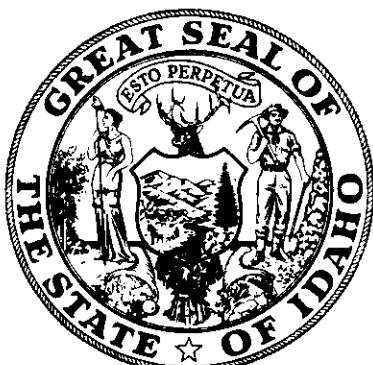
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated January 16, 19 81.



SECRETARY OF STATE

Corporation Clerk



ARTICLES OF INCORPORATION

OF

PHEASANT RUN ORCHARD, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Incorporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is: PHEASANT RUN ORCHARD, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) To raise, produce, purchase, manufacture, and otherwise acquire, to pack, box, treat, process, and otherwise handle, and to sell, exchange, distribute, and otherwise dispose of fruits, vegetables, and other food products, bulbs, herbs, flowers, plants, trees, shrubs, nursery products, and other plant products, and to own, operate, acquire, and otherwise conduct the business of importing, exporting, and distributing any of the above products, at wholesale, retail, or otherwise.

(b) 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 the corporate business.

(c) To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements or property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the

1 objects of this corporation, and to enter into, make, perform and
2 carry out contracts of every sort and kind with any person, and to
3 acquire and take over the good will, property, rights, franchises
4 and assets of every kind and the liabilities of any person, firm,
5 association, or corporation, either wholly or in part, and to pay
6 for the same in cash, stocks or bonds of the corporation, or
7 otherwise.

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

14 (e) Without in any particular way limiting any of the
15 objects or purposes or powers of the corporation, the business or
16 purposes of the company shall be empowered from time to time to do
17 any one or more or all of the acts and things herein set forth and
18 to engage in the general commercial business, and all such other
19 acts, things and business in any way connected therewith or
20 auxillary thereto.

21 (f) To transact any and all lawful business for which
22 corporations may be incorporated under the Idaho Business
23 Corporation Act.

24 FOURTH: The aggregate number of shares which the
25 corporation shall have authority to issue is:

| <u>TYPE</u> | <u>NUMBER</u> | <u>PAR</u> | <u>AGGREGATE</u> |
|-------------|---------------|------------|------------------|
| Common | 25,000.00 | \$1.00 | \$25,000.00 |

28 ARTICLES OF INCORPORATION - 2

1 FIFTH: Provisions denying preemptive rights are:

2 None.

3 SIXTH: Provisions for the regulation of the internal
4 affairs of the corporation are: None.

5 SEVENTH: The address of the initial registered office of
6 the corporation is 1020 Main, Box 589, Buhl, ID 83316, and the name
7 of its initial registered agent at such address is Wm. L.
8 Nungester.

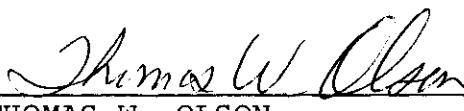
9 EIGHTH: The number of directors constituting the initial
10 board of directors of the corporation is two. This number may be
11 changed by the Bylaws of the corporation, and the names and
12 addresses of the persons who are to serve as directors until the
13 first annual meeting of shareholders or until their successors are
14 elected and shall qualify are:

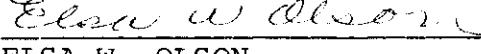
| | <u>NAME</u> | <u>ADDRESS</u> |
|----|-----------------|-----------------------------------|
| 16 | Thomas W. Olson | Route 2, Box 31 Buhl, ID 83316 |
| 17 | Elsa W. Olson | Route 2, Box 31 Buhl, ID 83316 |

19 NINTH: The name and address of each incorporator is:

| | <u>NAME</u> | <u>ADDRESS</u> |
|----|-----------------|-----------------------------------|
| 21 | Thomas W. Olson | Route 2, Box 31 Buhl, ID 83316 |
| 22 | Elsa W. Olson | Route 2, Box 31 Buhl, ID 83316 |

24 Dated this 18 day of December, 1980.

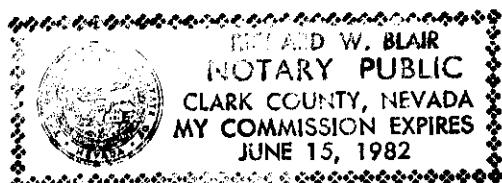
25 
26 THOMAS W. OLSON

27 
28 ELSA W. OLSON

1 STATE OF NEVADA)
2 County of Clark) ss.

3 On this 18 day of December, 1980, before me, the
4 undersigned, a Notary Public in and for said County and State,
5 personally appeared THOMAS W. OLSON, known to me to be the person
6 whose name is subscribed to the foregoing instrument, and
7 acknowledged to me that he executed the same.

8 IN WITNESS WHEREOF, I have hereunto set my hand and
9 affixed my official seal the day and year last above written.

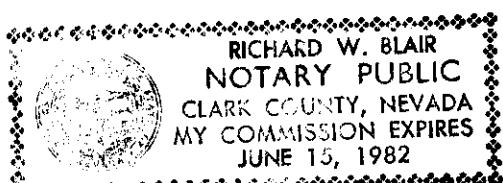


Richard W. Blair
Notary Public for Nevada
Residing at Boulder City, Nev

10 STATE OF NEVADA)
11 County of Clark) ss.

12 On this 18 day of December, 1980, before me, the
13 undersigned, a Notary Public in and for said County and State,
14 personally appeared ELSA W. OLSON, known to me to be the person
15 whose name is subscribed to the foregoing instrument, and
16 acknowledged to me that she executed the same.

17 IN WITNESS WHEREOF, I have hereunto set my hand and
18 affixed my official seal the day and year last above written.



Richard W. Blair
Notary Public for Nevada
Residing at Boulder City, Nev

25
26
27
28 ARTICLES OF INCORPORATION - 4