



**CERTIFICATE OF INCORPORATION
OF**

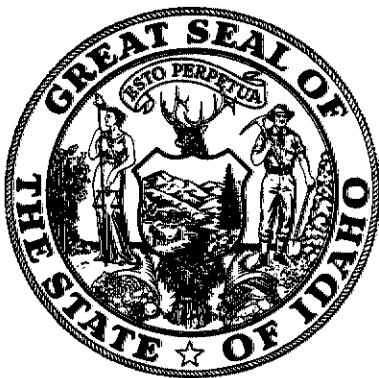
HOGGAN AND BERG PRODUCE COMPANY

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 the above named corporation, 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:

May 26, 1939



Pete T. Cenarrusa

SECRETARY OF STATE

by:

[Signature]

ARTICLES OF INCORPORATION

RECEIVED

SEC. OF STATE

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1. The name of the corporation is Hoggan and Berg Produce Company.
2. The period of its duration is perpetual.
3. Its purpose is to market and package fresh potatoes and all other businesses not forbidden by law.
4. It shall have authority to issue 12,000 shares, all in one class, no par value.
5. The address of its initial registered office is 1426 East 17th Street, Idaho Falls, Idaho. The name of its initial registered agent at such address is Kent A. Higgins.
6. The number of directors constituting its initial board of directors is two, whose names and addresses are:

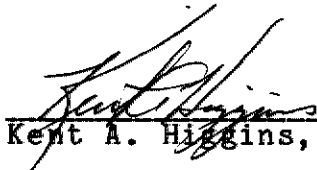
John Hoggan
1651 Whitney
Idaho Falls, Idaho 83402

Ken Berg
HC 34 Box 10
Swan Valley, Idaho 83449

7. The name and address of each incorporator is:

Kent A. Higgins
1426 East 17th Street
Idaho Falls, Idaho 83404

DATED this 25th day of May, 1989.


Kent A. Higgins, Incorporator