

**Department of State.**

**CERTIFICATE OF INCORPORATION**

I, ARNOLD WILLIAMS, 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

**FAYETTE LIVESTOCK CO.**

was filed in the office of the Secretary of State on the **First** day of **August**, A.D. One Thousand Nine Hundred **Sixty**, and duly recorded on Film No. **112** 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 **Weiser**, in the County of **Washington**.

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 **1st** day of **August**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

PAYETTE LIVESTOCK CO.

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KNOW ALL MEN BY THESE PRESENTS: That we, VIRGIL SWEET, JULIA M. SWEET, and THOMAS C. DICKERSON, all of Weiser, Idaho, and all being citizens of the United States of America, and all being of full age, do, under and in pursuance of the general incorporation laws of the State of Idaho, hereby voluntarily associate ourselves together, and such other persons as hereafter may become associated with us, into a body politic and corporate, to carry on the business and for the purpose hereinafter named.

I.

The name of this corporation shall be PAYETTE LIVESTOCK CO.

II.

The purposes for which this corporation is formed are as follows, to-wit:

- (a) To operate, carry on and maintain a general livestock business, including buying, selling, feeding, producing and raising of livestock, and to carry on such a business in all it's interrelated or allied aspects.
- (b) To operate, carry on and maintain a specialized and general farming and ranching operation or operations, and to carry on such a business in all it's interrelated or allied aspects.
- (c) To operate, carry on and maintain the business of buying, selling and servicing any and all types of farm machinery and equipment, power tools, hand tools, hardware of any and all types, makes and kinds of goods, wares and merchandise, and to carry on such business with all of it's interrelated or allied aspects.
- (d) To have and to use a corporate seal which may be altered at pleasure.
- (e) To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal

1 property of the corporation, other than it's  
2 franchise of being a corporation, and to ac-  
3 quire, purchase, guarantee, hold, mortgage,  
4 own, vote, sell, pledge and/or otherwise dis-  
5 pose of and deal in shares, bonds, securities  
6 and debentures and other evidences of in-  
7 debtedness of other corporations, domestic or  
8 foreign.

- 5 (f) To appoint such officers, employees and agents  
6 as the business of the corporation may require  
7 and to allow them compensation.
- 7 (g) To enter into contracts or obligations of any  
8 kind or type essential, necessary or proper  
9 to the transactions of it's ordinary affairs  
10 or for the purpose of the corporation.
- 10 (h) To conduct business in the State of Idaho or  
11 other states and territories of the United  
12 States and in foreign countries and to have  
13 one or more offices and place of business in  
14 or out of the State of Idaho and to acquire,  
15 receive, hold, purchase, lease, mortgage,  
16 dispose of and/or convey real and personal  
17 property situate within or without the State  
18 of Idaho.
- 15 (i) To apply for, acquire, hold, use, own, operate,  
16 dispose of by sale, or otherwise, mortgage,  
17 hypothecate, lease and/or to sell and grant  
18 licenses in respect of patents, trade marks,  
19 trade names, inventions, improvements,  
20 processes, copyrights and licenses therefor.
- 18 (j) To execute, issue, negotiate promissory notes,  
19 bills of exchange, bonds, debentures, negoti-  
20 able instruments, securities and other obli-  
21 gations of this corporation and to secure any  
22 of the same by pledge, mortgage, deeds of  
23 trust or other hypothecation of any/or all of  
24 the property of the corporation.
- 23 (k) In connection with the carrying on of the  
24 business of the corporation, to lend and  
25 advance money, credit, property of the  
26 corporation and to render aid by guarantee or  
27 in any other manner gratuitously or on such  
28 terms as may seem expedient on open account,  
29 secured or unsecured, to any person, firm,  
30 association or corporation.
- 27 (l) To purchase, subscribe for or otherwise acquire,  
28 own, manage, hold, use, operate, lease, mort-  
29 gage, hypothecate, pledge, exchange, assign,  
30 transfer, sell or otherwise dispose of immovable  
31 and movable property of every kind and descrip-  
32 tion, including shares of stock, bonds, inden-  
tures, notes, evidences of indebtedness and  
other securities, contracts or obligations of  
this or any other corporation, association or  
firm, and to pay therefor in whole or in part  
in cash or by exchanging therefor stocks, bonds

1 or other evidence of indebtedness or securities  
2 of this or any other corporation and to receive,  
3 collect and dispose of the interest, dividends  
4 and income arising from such property and to  
5 possess and exercise in respect thereof all the  
rights, powers and privileges of ownership  
including all voting powers of any stocks or  
other securities so owned, controlled, managed  
or operated.

6 (m) Generally to do any and all things necessary or  
7 proper in carrying on the business of the  
8 corporation and to enter into, make, perform and  
9 carry out contracts, leases and franchises of  
10 every kind and nature relating to or connected  
11 with the business or any phase thereof in which  
12 the corporation may be or is from time to time  
engaged upon and to do everything necessary,  
proper or useful for the accomplishment of the  
objectives and principles herein enumerated, or  
necessary, proper or convenient to the benefit of the  
corporation for the furtherance of it's business  
propositions.

13 (n) The foregoing clauses are to be considered as  
14 objectives, purposes and powers and the enume-  
15 ration of specific powers shall not limit or  
16 restrict in any manner the powers of the  
17 corporation, it being the intention that the  
18 objectives and powers specified in this or any  
other article herein shall in nowise be limited  
or restricted by reference to or by inference  
from the terms of any other article or clause  
thereof, but the same may be and is extended  
thereby.

### 19 III.

20 The principal place of transaction of business of this  
21 corporation and it's post office address and registered office  
22 shall be at Weiser, Washington County, Idaho, but the corporation  
23 may establish and maintain such subordinate and branch offices as  
24 may be hereafter decided or determined upon by the corporation by  
25 or through it's Board of Directors, whether in the State of Idaho  
26 or such other states or places as may from time to time be  
27 determined upon.

### 28 IV.

29 That the period for which this corporation shall exist shall  
30 be perpetually from and after the date of filing these Articles of  
31 Incorporation.

### 32 V.

Articles of Incorporation.

1 That the total authorized capital stock of this corporation  
 2 shall be TWO HUNDRED FIFTY THOUSAND (\$250,000.00) DOLLARS divided  
 3 into TWO THOUSAND FIVE HUNDRED (2,500) SHARES, of the par value of  
 4 ONE HUNDRED (\$100.00) DOLLARS each per share, all of equal  
 5 classification, without priority one over the other and fully paid  
 6 and non-assessable.

7 . VI.

8 The name and post office address of each of the incorporators  
 9 and the number of shares subscribed by each subscriber and the par  
 10 value thereof is as follows:

11 <u>Name</u>	12 <u>P. O. Address</u>	13 <u>No. of Shares</u>	14 <u>Par Value per share</u>
15 Virgil Sweet	16 Box 688 Weiser, Idaho	1	\$100.00
17 Julia M. Sweet	18 Box 688 Weiser, Idaho	1	\$100.00
19 Thomas C. Dickerson	20 Rt.2, Weiser, Idaho	1	\$100.00

21 VII.

22 The manner, time and place of holding the general annual  
 23 meeting, adjourned meetings and special meetings of the stock-  
 24 holders and of the directors of this corporation, and the method  
 25 of conducting the business of this corporation, shall be provided  
 26 by the By-Laws hereinafter to be adopted by this corporation.

27 IN WITNESS WHEREOF, the undersigned have hereunto set our  
 28 hands and seals this 1st day of August, 1960.

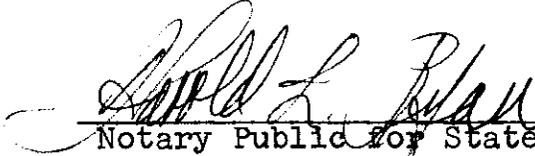
29 Virgil Sweet  
 30 Julia M. Sweet  
 31 Thomas C. Dickerson

32 STATE OF IDAHO }  
 County of Washington } ss:

On this the 1st day of August, 1960, before me, the  
 undersigned, a Notary Public in and for said State, personally

1 appeared VIRGIL SWEET, JULIA M. SWEET and THOMAS C. DICKERSON,  
2 known to me to be the persons whose names are subscribed to the  
3 foregoing instrument, and acknowledged to me that they executed  
4 the same.

5 IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
6 my official seal on the day and year in this certificate first  
7 above written.

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9 Notary Public for State of Idaho,  
Residing at Weiser, Idaho

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