



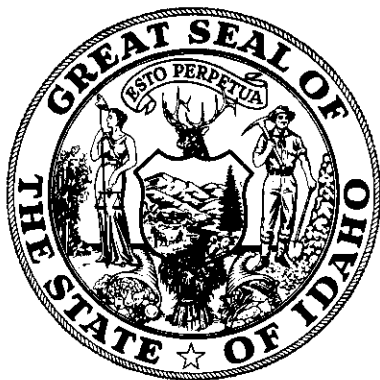
CERTIFICATE OF INCORPORATION  
OF

TRI WESTERN AG INCORPORATED

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: *April 11, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
TRI WESTERN AG INCORPORATED

RECEIVED  
SEC. OF STATE

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The undersigned, acting as incorporators, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following articles of incorporation for such corporation.

ARTICLE I

The name of the corporation shall be Tri Western Ag Incorporated.

ARTICLE II

The Corporation is to have perpetual existence.

ARTICLE III

The purposes for which said Corporation is formed are:

A. To engage in the business of purchasing, selling, renting, exchanging, brokering, to lease and leasing of new and used farm machinery, farm equipment, farm related equipment, trucks and/or trailers, within or without the State of Idaho.

B. To appraise and auctioneer farm machinery, farm equipment, farm related equipment, trucks and trailers, within or without the State of Idaho.

C. To enter into the business of custom harvesting and trucking of farm crops, within or without the State of Idaho.

ARTICLE IV

The Capital Stock of the Corporation shall be Five Hundred Thousand (500,000) Shares of Common Stock, without par value. The Capital Stock of the Corporation shall be non-assessable.

ARTICLE V

Provisions denying preemptive rights are: None.

ARTICLE VI

The address of the Corporation's initial registered office shall be 280 South Holmes Avenue, City of Idaho Falls, County of Bonneville, State of Idaho. The name of its initial Registered Agent at such address shall be H. E. Cramer.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

H. E. Cramer  
635 West 20th South  
Blackfoot, Idaho 83221

Elwin Loveland, Jr.  
Route 3, Box 324  
Rigby, Idaho 83442

Frank E. Kinney  
353 Hansen Ave. Apt. #2  
Idaho Falls, Idaho 83402

ARTICLE VIII

The name and address of each incorporator is:

H. E. Cramer  
635 West 20th South  
Blackfoot, Idaho 83221

Elwin Loveland, Jr.  
Route 3, Box 324  
Rigby, Idaho 83442

Frank E. Kinney  
353 Hansen Ave. Apt. #2  
Idaho Falls, Idaho 83402

ARTICLE IX

Provisions for the regulation of the internal affairs of the Corporation are:

1. The Board of Directors of the Corporation shall consist of the following members.

President  
Vice President  
Secretary/Treasurer

2. The Corporation shall have first rights of redemption or repurchase of any and all redeemable shares of issued stock.

3. Any Board Member, Director or Employee, found to have direct conflict of interest with the Corporation; to be determined by the other members of the Board, shall tender their resignation/s, in writing, immediately, to the Secretary.

4. The Corporation shall conduct its business, carry on its operations and have offices and exercise the powers granted by the Idaho Business Corporation Act.

DATED this 26<sup>th</sup> day of February, 1986

H. E. Cramer  
H. E. Cramer

Elwin Loveland, Jr.  
Elwin Loveland, Jr.

Frank E. Kinney  
Frank E. Kinney

INCORPORATORS

STATE OF IDAHO           )  
                                  ) ss.  
County of Bonneville)

On this 26<sup>th</sup> day of February, 1986, before me, the undersigned, a Notary Public, in and for said State, personally appeared H. E. Cramer, Elwin Loveland, Jr. and Frank E. Kinney, known or identified to me to be the persons whose names are subscribed to the within Articles of Incorporation, 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 of this certificate first above written.

Seal

[Signature]  
Notary Public for Idaho  
Residing at: Blackfoot, Idaho

My Comm. Expires: 2-25-88