

FILED/EFFECTIVE

**SECOND AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AGRI BEEF CO.**

TINNO SECRETARY OF STATE

09/28/2000 09:00
CX: 5022 CT: 04162 MH: 351232

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SECOND ARTICLES OF AMENDMENT of the Articles of Incorporation of Agri Beef Co. are hereby executed by said Corporation as follows:

1. The name of the Corporation is Agri Beef Co.
2. The amendment to the Articles of Incorporation of said Corporation is the following:

Article VII thereof is deleted and the following is substituted thereof:

VII.

The aggregate number of shares which the corporation shall have authority to issue is five million, one hundred and fifty thousand (5,150,000) shares, of which five million (5,000,000) shares of no par value per share shall be designated non-voting common shares and one hundred and fifty thousand (150,000) shares of no par value per share shall be designated voting common shares.

Each share of voting common stock shall have the same rights, privileges and voting power and each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, except that shares of

non-voting common stock shall not be entitled to vote.

3. The date of the adoption of said amendment by the shareholders of the Corporation was September 27, 2000.

4. The number of shares of Agri Beef Co. outstanding is one hundred thousand, eight hundred and seven (100,807) shares of common stock. All of those shares were entitled to vote on the amendment.

5. In accordance with Idaho Code § 30-1-1006, the number of shares voted for and against said amendment, respectively, were as follows:

For Amendment 100,807 shares

Against Amendment No shares

DATED this 27th day of September, 2000.

AGRI BEEF CO.

By: 
Robert N. Rebholtz, Jr., President

Attest:


W. B. Rawlings

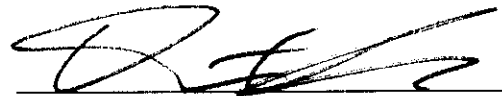
"Secretary"

STATE OF IDAHO)
 : ss.
County of Ada)

On this 27th day of September, 2000, before me, the undersigned, a Notary Public in and for said State, personally appeared, Robert N. Rebholtz, Jr., President of Agri Beef Co., an Idaho corporation, known or identified to me to be the person whose name is subscribed in the instrument, and acknowledged to me that he, on behalf of Agri Beef Co. 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.

(SEAL)



Notary Public for Idaho
My Commission expires: 11/04/03