



Department of State.

CERTIFICATE OF INCORPORATION OF

ZUNDEL BROS., 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 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: January 15, 1988

Pete T. Cenarrusa

SECRETARY OF STATE

by: *Dirley Lyndstrom*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE

OF

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ZUNDEL BROS., INC.

The undersigned, acting as incorporator(s) of a corporation under the Idaho Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation shall be Zundel Bros., Inc.

ARTICLE II

PURPOSE

The purpose(s) for which this corporation is organized are:

- (1) For the ownership, development, management and operation of a farm and ranch enterprise located in Fremont County, Idaho.
- (2) The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE III

PLACE OF BUSINESS AND AGENT

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as Route #2, Box 18, Ashton, Idaho, 83420. The name of the registered agent is Danny E. Zundel, at that address.

ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

CAPITAL

The capital shall be evidenced by 10,000 shares having no par value. This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code.

Such stock is, and shall remain, nonassessable.

ARTICLE VI

NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE VII

AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by the shareholders by a two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

ARTICLE VIII

CAPITAL STOCK

The amount of capital stock actually subscribed by the persons whose residences are hereinafter set forth appear opposite the names of said persons as follows, to wit:

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<u>NAME</u>	<u>ADDRESS</u>	<u>AMT. OF STOCK SUBSCRIBED</u>
Danny E. Zundel	Rt. 2, Box 18 Ashton, Idaho 83420	One (1)
David O. Zundel	2686 West 2600 South Rexburg, Idaho 83440	One (1)

ARTICLE IX

BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
Danny E. Zundel	Rt. 2, Box 18 Ashton, Idaho 83420
David O. Zundel	2686 West 2600 South Rexburg, Idaho 83440

IN WITNESS WHEREOF, We have hereunto set our hands and seals in
duplicate originals this 12 day of January, 1988.

ZUNDEL BROS., INC.

by: Danny E. Zundel
by: David O. Zundel

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STATE OF IDAHO)
) ss
County of Jefferson)

On this 12 day of January, 1988, before me, the undersigned, a Notary Public in and for said state, personally appeared David O. Zundel and Danny E. Zundel, known to me to be the persons whose names are subscribed to the foregoing 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 in this acknowledgement first above written.

(seal)

Camile Smith
Notary Public for Idaho
Residing at Rigby, Idaho
Commission Expires: 2/1/88