

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

LEAVELL CATTLE 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: December 23, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

Corporation Clerk

ARTICLES OF INCORPORATION OF
LEAVELL CATTLE INC.

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KNOW ALL MEN BY THESE PRESENTS:

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That we, the undersigned, being natural citizens of the United States and of full age and majority, have this day and do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I.

The name of this corporation shall be LEAVELL CATTLE INC.

ARTICLE II.

The purposes and objects for which this corporation is formed are:

1. To generally engage in, do and perform any enterprise, act or vocation permitted or authorized pursuant to the provisions of the Idaho Business Corporation Act and amendments thereto.

ARTICLE III.

This corporation shall have a perpetual existence.

ARTICLE IV.

The total number of shares which the corporation is authorized to issue is One thousand (1,000). The aggregate par value of such shares is none (-0-) and the par value of each share is none (-0-).

ARTICLE V.

There are no provisions granting or denying preemptive rights.

ARTICLE VI.

The address of the initial registered office of the corporation is: P.O. Box 54, Gooding, Idaho, 83330 and the name of its initial registered agent at such address is: Alonzo B. LeaVell. The physical address is: 1807AE 1750 S, Gooding, Idaho 83330.

The mailing address of the registered office and the registered agent at such address is: P.O. Box 54, Gooding, Idaho, 83330. The physical address is: 1807AE 1750 S, Gooding, Idaho 83330.

ARTICLE VII.

The number of directors constituting the initial board of

directors of the corporation is two (2) 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:

Alonzo B. Leavell
P.O. Box 54
Gooding, ID 83330

Orie S. Leavell
P.O. Box 54
Gooding, ID 83330

Provided, however, that any greater or fewer number of directors may be provided for by the By-Laws of said corporation.

ARTICLE VIII.

The name and address of each incorporator is:

Alonzo B. Leavell
P.O. Box 54
Gooding, ID 83330

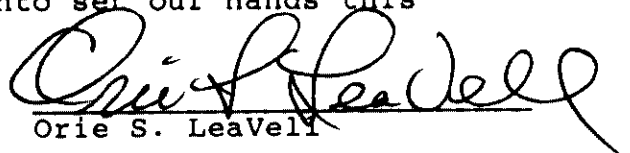
Orie S. Leavell
P.O. Box 54
Gooding, ID 83330

ARTICLE IX.

The board of directors is especially authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to law or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands this 17th day of December, 1991.



Alonzo B. Leavell


Orie S. Leavell

STATE OF IDAHO)
) ss.
County of Gooding)

On this 17th day of December, 1991, before me, the undersigned Notary Public in and for said State, personally appeared ALONZO B. LEAVELL and ORIE S. LEAVELL, known to me to be the persons whose names are subscribed to the within instrument 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 certificate first above written.


NOTARY PUBLIC FOR IDAHO
Residing at Gooding, Idaho
Commission Expires: 5-27-92