

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NOSS FARMS INCORPORATED

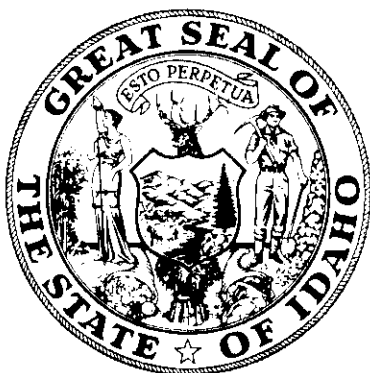
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

NOSS FARMS INCORPORATED

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:



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Shirley J. Clark

1 ARTICLES OF INCORPORATION

2 OF

3 MOSS FARMS INCORPORATED

4 KNOW ALL MEN BY THESE PRESENTS:

5 The undersigned, all citizens of the United States of
6 America, each being over the age of 18 years, do hereby associate
7 ourselves together for the purpose of forming a corporation under
8 and pursuant to the provisions of the laws of the State of Idaho,
9 for the purposes expressed in the following Articles, and do
10 hereby adopt the following Articles of Incorporation:

11 ARTICLE 1: NAME OF CORPORATION: The name of the
12 Corporation shall be: Moss Farms Incorporated.

13 ARTICLE 2: PURPOSES: The Corporation is organized
14 for the purpose of the transaction of any or all lawful business
15 for which Corporations may be incorporated under the Idaho Business
16 Corporation Act.

17 ARTICLE 3: TERM: The Corporation is to have perpetual
18 existence.

19 ARTICLE 4: REGISTERED OFFICE & REGISTERED AGENT: The
20 registered office of the corporation shall be located at 300 East
21 450 South, Burley, Idaho, and which has a post office address of
22 Rt. #1 Box 105 Declo, Idaho 83323. The registered agent for the
23 corporation shall be Daniel D. Moss, whose business office is
24 identical with the registered office of the corporation.

25 ARTICLE 5: CORPORATE STOCK: The total number of shares
26 which the corporation is authorized to issue is 50,000 shares with

1 each share having as its par value \$.10. The Board of Directors
2 may from time to time fix the consideration for which such shares
3 shall be issued and sold, provided they may not be issued or sold
4 at a value less than par. The capital stock when fully paid, shall
5 be nonassessable, shall be one class of which all shall be voting.
6 Voting of the stock shall be cumulative.

7 ARTICLE 6: INCORPORATORS: The names and post office
8 addresses of the incorporators:

9 Daniel D. Moss
10 Rt. #1 Box 105
Declo, Idaho 83323

11 ARTICLE 7: DIRECTORS: The initial Board of Directors
12 shall consist of two (2) Directors who shall be:

13 Daniel D. Moss
14 800 E. 450 S.
Burley, Idaho 83318

15 Rt. #1 Box 105
16 Declo, Idaho 83323

17 Jann Moss
18 800 E. 450 S.
Burley, Idaho 83318

19 Rt. #1 Box 105
Declo, Idaho 83323

20 The initial Board of Directors shall serve until the first annual
21 meeting of the shareholders at which time their successors shall
22 be elected and qualified. The By-Laws shall specify the number
23 of Directors for the corporation to be elected at the first
24 annual meeting of shareholders, and thereafter.

25 ARTICLE 8: CONTRACTS: No contract or other transaction
26 between the corporation or any other corporation, whether or not

1 a majority of the shares of capital stock of such other corporation
2 is owned by the corporation, and no act of the corporation shall
3 be in any way affected or invalidated by the fact that any of
4 the directors of the corporation are pecuniarily or otherwise
5 interested in or are directors or officers of such other corpora-
6 tion. Any director individually may be a party to or may be
7 pecuniarily or otherwise interested in a contract or transaction
8 of the corporation and any directors of the corporation who are
9 so interested may be counted in determining the existence of a
10 quorum at any meeting of the Board of Directors of the Corporation
11 which shall authorize such contract or transaction and may vote
12 thereon to authorize such contract or transaction with the same
13 right, force and effect as if he were not such director or officer
14 of such corporation and not so interested therein. The same shall
15 apply if any officer or director of this corporation shall be
16 interested in any other form of business entity dealing with this
17 corporation.

18 IN WITNESS WHEREOF, we have executed these Articles
19 of Incorporation this 1st day of May, 1984.

21 Daniel D. Moss
22 Daniel D. Moss

23 Jann Moss
24 Jann Moss