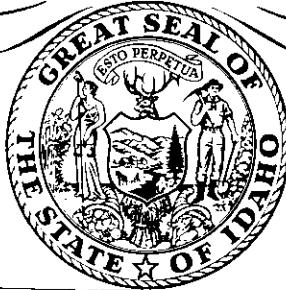


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

W. E. ADAMS & SON, INC.

was filed in the office of the Secretary of State on the **Thirtieth** day of **October**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Eagle in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **30th** day of **October**,
A.D., 19 **61**

Secretary of State.

ARTICLES OF INCORPORATION

OF

W. E. ADAMS & SON, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of legal age, and citizens of the United States, do hereby associate ourselves together with the purpose of forming a corporation under the provisions of the laws of the State of Idaho, and do hereby adopt the following Articles of Incorporation, to-wit:

I.

The name of the corporation shall be W. E. ADAMS & SON, INC.

II.

The nature, objects and purposes for which this corporation is formed shall be:

(a) To engage in a general livestock, dairy and ranching business, both on its own account and as agent, to agist, feed, range, graze, manage, herd, control, brand, care for, purchase, market, and sell livestock of every kind, both on its own account and as agent for other persons or corporations; to buy, lease, cultivate, manage, operate, and sell farm properties and products therefrom both on its own account and as agent for other persons or corporations.

(b) To breed, raise, import, export, and deal in cattle and livestock of all kinds, and to carry on a general cattle, dairy and grazing business, purchasing or acquiring, selling or otherwise disposing of the stocks, supplies, equipment, accessories, appurtenances, products and by-products, of said business.

(c) To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery and equipment of allied lines.

(d) To purchase, lease, or otherwise acquire agricultural lands and all matters connected with agricultural farming, including the purchase, sale, and other disposition of livestock, farm machinery and all equipment and other property necessary or desirable in the operation of a farming operation.

(e) To conduct and carry on the business of buying, selling, and dealing in all kinds of grain, hay, or other farm produce, and farm products, livestock, and provisions, and all other kinds of goods, wares, and merchandise, and to do a general commission and brokerage business in any or all of the foregoing kinds of property.

(f) To own, operate, and maintain a general wholesale and retail cattle and livestock business dealing primarily in the purchase and re-selling of cattle of all types and livestock of all types.

(g) To buy, sell, and deal in all kinds of contracts, notes, bills of sale, mortgages and other evidences of debt, and the security for the payment of the same; to discount or negotiate notes, bills and other evidence of debt; to buy, sell, own and hold shares of capital stock of other corporations.

(h) To acquire by purchase, subscription or otherwise, and to hold and hypothecate, and to dispose of stocks, bonds, or any other obligation of all kinds; and to sell, trade in and exchange the same, and all classes of stocks, bonds, notes, bills of sale and other securities.

(i) To buy, hold, purchase, contract for, own, sell, mortgage, lease, or exchange real or personal property of all kinds.

(j) To carry into effect the object and purpose aforesaid, this corporation is authorized to do all and singular the things necessary and convenient to carry out the general purposes for which it is organized.

(k) All the foregoing provisions of this Article II are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specific powers and objects shall not be held to limit or restrict in any manner the general purposes and powers of the corporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power to do any act which a corporation formed under the laws of the State of Idaho now or hereafter existing may not, at all time, lawfully carry on or do. It is the intention that the purpose, objects and powers specified in each of the paragraphs of this Article II shall, except as otherwise provided, in no wise be limited or restricted by reference to or inference from the terms of any other clause or paragraph in these Articles contained or of any other provisions of these Articles of Incorporation.

III.

The duration of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation is and shall be Eagle, Idaho.

V.

The total authorized number of shares which may be issued by this corporation is One Hundred shares of common stock with a par value of One Hundred (\$100.00) Dollars per share and non-assessable, for a total capitalization of \$10,000.00.

VI.

All shares of this corporation are the same class with equal rights and voting power and without preference or priority of any share over any other share.

VII.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
W. E. Adams	Route #1, Eagle, Idaho	1
Florence Adams	Route #1, Eagle, Idaho	1
Wayne Adams	Route #1, Eagle, Idaho	1
Helen B. Adams	Route #1, Eagle, Idaho	1

IN WITNESS WHEREOF, WE, the undersigned, being each one of the original incorporators of W. E. ADAMS & SON, INC., have hereunto set our hands and seals and caused these Articles of Incorporation to be executed in triplicate, this 30th day of October, 1961.

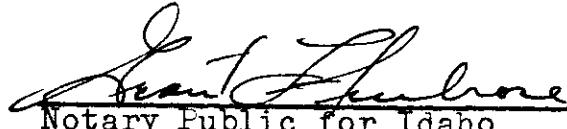
W.E. Adams
Wayne Adams
Florence Adams
Helen B. Adams

STATE OF IDAHO)
: ss.
County of Ada)

On this 30th day of October, 1961, before me,
the undersigned, a Notary Public in and for said State,
personally appeared W. E. ADAMS, FLORENCE ADAMS, WAYNE ADAMS,
and HELEN B. ADAMS, known to me to be the persons whose names
are subscribed to the foregoing 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.

(SEAL)



Notary Public for Idaho
Residence: Meridian, Idaho