

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

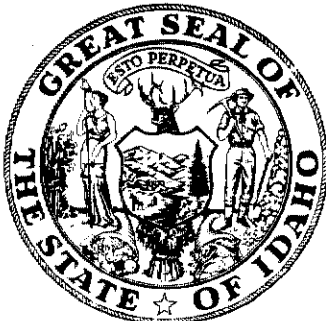
SIDE BY SIDE, INC.

File number C 118212

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: February 10, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By Natalie Lamb

ARTICLES OF INCORPORATION

OF

SIDE BY SIDE, INC.

JAN 29 6 11 AM '97

SECRET

FEB 10 1 55 PM '97
SECRET
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation under the general corporation laws of the State of Idaho, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be SIDE BY SIDE, INC.

ARTICLE II

The purposes of this corporation and the pursuits and business which it may carry on are, and shall be, agricultural pursuits in general.

In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The principal place of business of this corporation shall be 649 Tyhee, American Falls, ID 83211. The name and address of its authorized agent is Daren Fehringer, 649 Tyhee, American Falls, ID 83211.

ARTICLE V

This corporation shall have management vested in the Board of Directors, consisting of two directors. The corporate powers, business and property of this corporation must be exercised, conducted and controlled by a board of two directors and a majority of said board may act so as to bind the corporation or its properties by action taken at any regular or special meeting.

The names and addresses of the initial Board of Directors are set out as follows:

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IDAHO SECRETARY OF STATE
DATE 01/29/1997 0900 59216

CK #: 964 CUST#: 71649

CORP

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#: C

Daren Fehringer
649 Tyhee
American Falls, ID 83211

Nicole Fehringer
649 Tyhee
American Falls, ID 83211

There shall be a regular, annual, stockholders' meeting on the first Wednesday of December of each year, subsequent to the effective dates of these Articles of Incorporation, together with such other stockholders' meetings as shall be lawfully called for or provided for. The stockholders of this corporation shall not be individually liable for the debts of this corporation.

ARTICLE VI

The amount of authorized capital stock in this corporation shall be \$-0-, divided into 1,000 shares of no par value. No distinction shall exist between the shares of this corporation, or the holders thereof.

ARTICLE VII

All of the incorporators subscribed hereto are of full age and are citizens of the United States.

ARTICLE VIII

This organization shall have powers to lease, purchase, hold, and sell or convey property and to enter into any business transaction necessary for corporation purposes.

ARTICLE IX

Officers and Directors of this organization shall be elected by the members at the annual meeting. The number of officers and directors and all other matters relating to the management of the corporation shall be set out in the bylaws.


ARTICLE XI

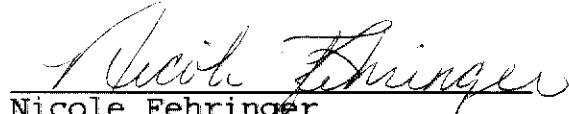
The undersigned incorporators shall act as and shall constitute the initial Board of Directors until the first annual meeting and election is held.

ARTICLE XII

These Articles may be altered and amended at any meeting of the organization providing a quorum is present, by a majority vote of the members present at such meeting.

IN WITNESS WHEREOF, we have made, signed, and acknowledged
this certificate of incorporation this 23 day of January,
1997.


Daren Fehringer
649 Tyhee
American Falls, ID 83211

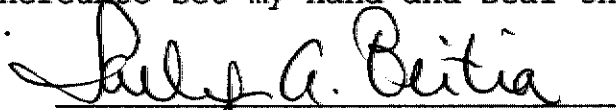

Nicole Fehringer
649 Tyhee
American Falls, ID 83211

STATE OF IDAHO)
) ss.
County of Power)

On this 23 day of January, 1997, before me, the
undersigned Notary Public in and for said State, personally
appeared DAREN FEHRINGER and NICOLE FEHRINGER, 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 seal the
day and year first above written.

(Seal)


NOTARY PUBLIC for Idaho
Residing at American Falls
Commission expires: 9-11-98