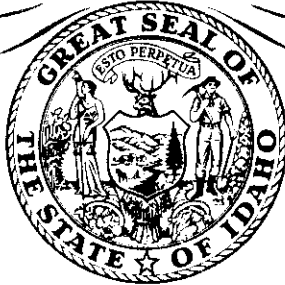


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

MONTGOMERY FARMS, INC.

was filed in the office of the Secretary of State on the **eighth** day of **February** A.D., One Thousand Nine Hundred **Seventy** and **will be** / duly recorded on ~~Eden~~ **microfilm** 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 **Eden** in the County of **Jerome**

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 **8th** day of **February**, A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Ass't. Corporation Clerk.

ARTICLES OF INCORPORATION

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MONTGOMERY FARMS, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons, of full age, citizens and residents of the United States, have this day voluntarily associated 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:

MONTGOMERY FARMS, INC.

ARTICLE II

The purposes for which this corporation is formed are:

(a) To acquire farm properties and other real estate by purchase, lease or otherwise, and to improve and develop the same, and thereon to plant, sow, cultivate and harvest grains, hay, forage, vegetables, fruits and all kinds of farm produce and products of the soil. To breed, raise, buy, pasture, prepare for market, exhibit, sell and deal in livestock of all kinds. To engage in dairying, poultry and market gardening business; to acquire and maintain shops, stalls, market stands, delivery vehicles and all other conveyances and equipment suitable for carrying on and conducting the general business of farming; and in general, to conduct, in all their several departments and branches, and engage in and carry on the business of farming,

fruit growing, stock raising, dairying, and to do everything incident or conducive to the full accomplishment thereof.

(b) To buy, sell, trade and deal in all kinds of agricultural and livestock products at wholesale and retail.

(c) To feed and slaughter cattle, hogs, sheep and other livestock, and to buy and sell the same as principal or agent.

(d) To purchase or otherwise acquire and own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge or otherwise dispose of, and to invest, trade and deal in and with real and personal property of every kind and description, and any and all interests therein.

(e) To borrow money, to issue bonds, debentures, notes, mortgages and other obligations of the corporation from time to time for any of the objects of the corporation, and to mortgage, pledge, hypothecate and/or convey in trust any or all of its property to secure the payment thereof.

(f) To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state or government, or any subdivision, district or department thereof.

(g) To provide dwelling houses for its employees and others for the use and residence of its employees, agents and officers.

(h) To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incident, convenient or auxiliary to any of the objects hereinbefore enumerated or calculated, directly or indirectly; to promote the in-

terests of the corporation, and in carrying on its purposes, or for the purpose of attaining or furthering any of its business, to do any and all acts and things and to exercise any and all other powers which a natural person could do or exercise and which now, or hereafter, may be authorized by law; and to conduct its business in this state, other states, the territories and colonies of the United States, and in foreign countries.

(i) The several clauses contained in the statement of purposes shall be considered and construed as both purposes and powers and the statements contained in each clause shall be in nowise limited or restricted by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers, and no recitation or declaration of specific or special powers or purposes herein enumerated shall be deemed exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The location and post office address of the registered office of this corporation, and the place where the principal business of this corporation is to be transacted is Eden , Jerome County, Idaho.

ARTICLE V

The total authorized capital stock of this corporation shall be One Hundred Fifty Thousand Dollars (\$150,000.00), divided into one thousand, five hundred (1,500) shares of common stock of the

par value of one hundred dollars (\$100.00) each. Shares of stock of this corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of the corporation and the By-laws of the corporation shall provide the method for such approval. The capital stock of this corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment and no paid-up stock and no stock issued as fully paid, shall ever be assessed or assessable.

ARTICLE VI

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

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
Clyde A. Montgomery	Rural Route, Eden, Idaho	One (1)
Anna S. Montgomery	Rural Route, Eden, Idaho	One (1)
Carl H. Montgomery	Rural Route, Eden, Idaho	One (1)

ARTICLE VII

The number, qualifications, terms of office, manner of election, and powers and duties of directors shall be fixed and may be altered from time to time as may be provided in the By-Laws. The persons above-named as incorporators shall act in the capacity of directors until their successors are elected and qualified.

ARTICLE VIII

The private property of the stockholders shall not be subject to or liable for the payment of corporate debts to any extent whatever.

ARTICLE IX

By-laws shall be adopted by the directors and when so adopted may thereafter be repealed, amended, or new By-laws adopted by the directors by two-thirds (2/3) vote of the directors, or may be

repealed, amended or new By-laws adopted by a majority vote of the outstanding stock of the corporation.

ARTICLE X

The corporation shall have the power to purchase or otherwise acquire, hold and reissue its own stock, and to buy, acquire, deal in and transfer shares of capital stock, bonds, debentures and other securities issued or created by any other corporation, cooperative marketing or purchasing association.

ARTICLE XI

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred on stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands at
Jerome, Idaho, this 5th day of February, 1970.

Hyde L. Montgomery
Luna L. Montgomery
Carl H. Montgomery

* * * * *

STATE OF IDAHO,)
 ss.
County of Jerome.)

On this 5th day of February, 1970, before me, the undersigned, a Notary Public in and for said State and County, personally appeared Clyde A. Montgomery, Anna S. Montgomery and Carl H. Montgomery, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and they severally 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.

Frank M. Petty
Notary Public for Idaho,
Residing at Jerome, Idaho.

MY COMMISSION EXPIRES January 4, 1971