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State of Idaho

Department of State

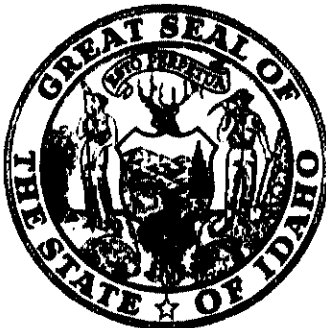
CERTIFICATE OF INCORPORATION OF

DEJONGH DAIRY, 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: November 18, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Angie Hoken

Corporation Clerk

**ARTICLES OF INCORPORATION
OF
DEJONGH DAIRY, INC.**

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KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, acting as incorporator of a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I.

The name of the Corporation is: DEJONGH DAIRY, INC. and its duration shall be perpetual.

ARTICLE II.

The purposes and powers of the Corporation shall be:

1. To own, operate and engage in the business of a dairy and to own and to do all things incidental, necessary and/or suitable thereto; and/or,
2. To engage in any other lawful acts and activities and to do anything necessary, incident, proper, desirable, or convenient for carrying out the purposes of this Corporation or any of them, and generally to engage in any and all of the foregoing enterprises, businesses, and occupations, either within or without the State of Idaho or the United States of America. The foregoing enumeration of powers shall not be held to limit or restrict in any manner the general powers of this Corporation under the Idaho Business Corporation Act.

The initial registered agent, the registered office of the Corporation in the State of Idaho, and the mailing address to which the Secretary of State may mail notices as required by law are set forth below:

LaVerne DeJongh	5050 Elmore Road Fruitland, Idaho 83619
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ARTICLE III.

1. The aggregate number of shares which the Corporation shall have authority to issue is 300,000 shares, divided into two classes: a class of common stock consisting of 200,000 shares with a par value of \$1.00, and a class of preferred stock of 100,000 shares with a par value of \$1.00, with the following preferences, limitations, and relative rights:

A. Common Stock: The common stock shall be distinguished from the preferred stock in that it shall have the following preferences, limitations and relative rights:

1. It shall have all voting rights, privileges and powers in the Corporation;
2. It shall be entitled to receive the net earnings and future increases of the Corporation remaining after the payment of all cumulative dividends provided to be paid on preferred stock.
3. It shall be subject to all of the prior rights of the preferred stock set forth herein.

B. **Preferred Stock:** The preferred stock shall be distinguished from the common stock in that it shall have the following preferences, limitations and relative rights:

1. It shall have preference and priority to receive, and the Corporation is bound to pay out of its surplus or net earnings before any dividends are paid on the common stock, cumulative dividends at the rate of five percent (5%) per annum (and no more) on the face value thereof, accumulated from and after issuance, and payable annually at the close of the fiscal year of the Corporation, for so long as the preferred stock is outstanding.

2. Upon dissolution of the Corporation, and after payment of all the debts of the Corporation, it shall have preference and priority over the common stock to have assets first applied to payment of the preferred stock at par and to payment of any unpaid accumulations of dividends on preferred stock before any assets are applied on payments to the holders of common stock.

3. It shall be redeemable in whole or in part, from time to time by the corporation at its option, and in such manner as it shall determine, at par value plus the unpaid accumulated dividends, if any.

4. It shall have no voting privileges or powers.

C. The shares of stock shall not be issued until payment in full has been received therefor, and such stock shall be non-assessable stock, and the shareholders shall have no liability for corporate obligations.

D. From time to time, the preferred stock and the common stock may be increased according to law, and may be issued in such amounts and proportions as shall be determined by the Board of Directors, and as may be permitted by law.

ARTICLE IV.

The number of directors of the Corporation shall be fixed by the bylaws of the Corporation. The initial board of directors shall consist of three (3) directors named as follows:

LaVerne DeJongh	5050 Elmore Road Fruitland, ID 83619
Kathryn DeJongh	2288 Greenbrier St. Springfield, OR 97477
Marilyn Hoekstra	448 Hebb Park Road West Linn, OR 97068

No director of the Corporation shall be liable to the Corporation or to its shareholders for monetary damages for conduct as a director provided that this provision shall not eliminate or limit the liability of a director for:

1. Any breach of the director's duty of loyalty to the Corporation or its shareholders;
2. Acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;

3. Any unlawful distribution of the Corporation's assets unless the director in assenting to the unlawful distribution acted in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances and in a manner the director reasonably believed to be in the best interests of the Corporation.

4. Any transaction from which the director derived an improper personal benefit.

ARTICLE V.

The name and address of the incorporator of the Corporation are set forth below:

Name:

Address:

Brian R. Witt

Farleigh, Wada & Witt, P.C.
121 S.W. Morrison, Ste. 1000
Portland, Oregon 97204

ARTICLE VI.

The Corporation shall indemnify its officers, directors, agents, and employees to the fullest extent permitted by law, including but not by way of limitation as follows:

1. The Corporation shall indemnify any and all of its directors, officers, agents, and employees and former directors, officers, agents, and employees and any person who may have served at its request as a director or officer of another Corporation in which it owns shares of capital stock or of which it is a creditor, against expenses (including, without limiting the generality of the foregoing, attorney's fees, costs, and amounts paid as fines) actually and reasonably incurred by such person in the defense, compromise, or settlement of any claim, or any actual or threatened action, suit, or proceeding, civil or criminal, in which such person is, was, or may be made a party by reason of being or having been a director, officer, employee, or agent provided such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

2. If an officer, director, agent, employee, or former officer, director, agent, or employee of the Corporation is or was a party to a proceeding by reason of being or having been such an officer, director, employee, or agent of the Corporation, the Corporation shall indemnify such person against expenses (including attorney's fees) actually and reasonably incurred by him or by her in connection therewith to the extent that such person was wholly successful, on the merits or otherwise, in the defense of such a proceeding.

3. The Corporation may pay for or reimburse the reasonable expenses incurred by a director, officer, agent, or employee or former director, officer, agent, or employee who is a party to a proceeding in advance of final disposition of the proceeding if:

A. The individual furnishes the Corporation a written affirmation of that person's good faith belief that the conduct of said individual was in good faith and that the individual reasonably believed that the conduct was in the best interest of the Corporation or not opposed to its best interest and in the case of criminal proceeding, that the individual had no reasonable cause to believe that the conduct was unlawful; and

B. The individual furnishes the Corporation a written undertaking, executed personally or in the individual's behalf, to repay the advance if it is ultimately determined that the individual did not meet the standard of conduct. A determination to pay for or reimburse reasonable expenses in advance shall

be made by the Corporation's Board of Directors by a majority vote of a quorum consisting of directors not at the time parties to the proceeding; if a disinterested quorum cannot be obtained, then by special legal counsel selected by a majority vote of the full Board of Directors, including directors who are parties to the proceeding.

4. The provisions set forth above for indemnification and advance of expenses are not deemed to be a limitation on any indemnification, insurance, or other rights by the Corporation's directors, officers, employees, and agents and former directors, officers, employees, and agents.

IN WITNESS WHEREOF, I, the undersigned incorporator, declare under penalty of perjury, that I have examined the foregoing document and to the best of my knowledge and belief, it is true and correct.

DATED this 6 day of November, 1991.



Brian R. Witt, Incorporator