



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

IDAHO PACKING CORPORATION OF MORELAND

was filed in the office of the Secretary of State on the **19th** day
of **September** A.D. One Thousand Nine Hundred **57** and
duly recorded on Film No. **100** 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
Moreland in the County of **Bingham**

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 **19th** day of **September**,
A.D., 19**57**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

IDAHO PACKING CORPORATION OF MORELAND

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the provisions of Title 30, Chapter 1, of the Idaho Code, known as the Business Corporation Act of Idaho, do hereby certify as follows:

I

The name of the corporation is IDAHO PACKING CORPORATION OF MORELAND.

II

The purposes for which said corporation is formed are:

To engage in and carry on a general business in farming, buying and selling on commission or otherwise, at wholesale or retail, potatoes, grain, hay and all other kinds of farm produce; to buy, sell, trade, exchange and deal in all such other articles and commodities as may from time to time be deemed expedient or desirable in the conduct of such business; to store, service and care for farm produce and supplies of all kinds; to sell, buy, trade, exchange and deal in any other articles or commodities necessary, proper or desirable in the conduct of such business, and to do each and every thing necessary, suitable or proper for the accomplishment of any of the objects herein enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation, including the leasing, holding, purchasing, owning,

mortgaging, hypothecating and selling of real property, stocks, bonds, negotiable and non-negotiable instruments of all kinds, and any and all kinds of personal property.

III

In addition to the powers expressly conferred upon corporations by the laws of Idaho, this corporation shall have power to do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States, and elsewhere, including the power to conduct business in other states as well as in Idaho, the District of Columbia, Territories and Colonies of the United States and in Foreign Countries, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real and personal property situated outside of Idaho, and to do any act or acts, thing or things incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

IV

The corporation shall have perpetual existence.

V

The location and post office address of the registered office of the corporation is Box 123, Moreland, Bingham County, Idaho.

VI

There shall be but one class of shares of stock which shall be designated as common stock and which shall be non-assessable. The total authorized number of par value shares of

such stock is FIVE THOUSAND (5,000) shares, of the par value of TEN DOLLARS (\$10.00) per share, making a total authorized par value of FIFTY THOUSAND DOLLARS (\$50,000.00).

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> |
|---------------------|----------------------------|-------------------------|
| L. E. STEPHENS | Blackfoot, Idaho | 1 Share |
| THELMA STEPHENS | Blackfoot, Idaho | 1 Share |
| WILLIAM H. ANDERSON | Blackfoot, Idaho | 1 Share |

VIII

The board of directors shall consist of three members to be elected annually. Vacancies in the board of directors shall be filled by the remaining members of the board, and each person so elected shall be a director until his successor is elected. The shareholders may elect his successor at the next annual meeting of the shareholders, or at any special meeting duly called for that purpose and held prior thereto.

IX

The general officers of the corporation shall be the President, Vice President and Secretary-Treasurer, who shall be elected by the board of directors immediately following their election at the annual meeting.

The duties of said officers shall be prescribed by the by-laws of the corporation.

X

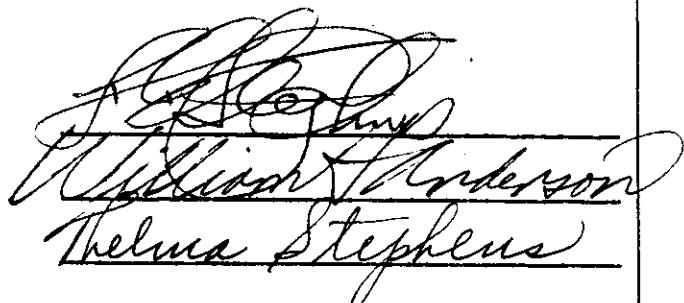
To be eligible for election or appointment to any of the above offices or to the board of directors of this corporation, a person must be the owner of at least one (1) share of the common stock of this corporation, as shown by the books of

the corporation. No one of said officers, except the President, need be a director, but a Vice President who is not a director cannot succeed to or fill the office of President.

XI

By-laws for the government and management of this corporation shall be adopted at the first meeting of the shareholders after the issuance of the certificate of incorporation.

IN WITNESS WHEREOF, We have hereunto set our hands this 21st day of August, 1957.

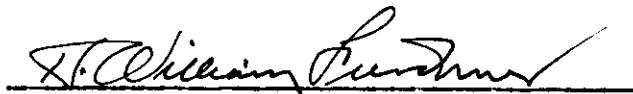


William H. Anderson
Thelma Stephens

STATE OF IDAHO)
County of Bingham) : SS

On this ~~26th~~ day of August, in the year 1957, before me, H. William Furchner, a Notary Public in and for the State of Idaho, personally appeared L. E. STEPHENS, THELMA STEPHENS and WILLIAM H. ANDERSON, known to me to be the persons whose names are subscribed to the within and 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.



H. William Furchner
Notary Public for State of Idaho

My Commission Expires: Residing at Blackfoot, Idaho
January 31st, 1958.