

# ARTICLES OF INCORPORATION

of

**GW MANAGEMENT, INC.**

08 DEC 16 PM 12:26  
SECRETARY OF STATE  
STATE OF IDAHO

FILED EFFECTIVE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation of such corporation.

## FIRST

The name of the corporation is: **GW Management, Inc.**

## SECOND

The period of its duration is perpetual.

## THIRD

The purpose or purposes for which the corporation is organized: to manage farm operations as well as to do all acts and exercise all powers, rights and responsibilities available to corporations under the laws of the state of Idaho.

## FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock with no par value. Said stock shall be subject to transfer restrictions of first right of refusal as may be set forth in the By-Laws of the Corporation.

## FIFTH

Provisions denying preemptive rights are: none.

**ARTICLES OF INCORPORATION - 1**

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## **SIXTH**

The street address of the initial registered office of the corporation is located at 113 South 2550 East, Declo, Idaho 83323 and the name of its initial registered agent at such address is Michael D. Garner.

## **SEVENTH**

The number of directors constituting the initial board of directors of the corporation is four (4), and the names and addresses of the person who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Mark A. Webb  
73 No. Yale Road  
Declo, Idaho 83323

Todd B. Webb  
111 South Yale Road  
Declo, Idaho 83323

Scott C. Webb  
49 North Yale Road  
Declo, Idaho 83323

Michael D. Garner  
113 South 2550 East  
Declo, Idaho 83323

The number of directors may be modified as set forth in the By-Laws.

## **EIGHTH**

The name and address of each incorporator is:

Michael D. Garner  
113 South 2550 East  
Declo, Idaho 83323

## **ARTICLES OF INCORPORATION - 2**

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### **NINTH**

No stock of this corporation shall be pledged, hypothecated, transferred, assigned, given as security or otherwise encumbered by any person who is a holder thereof, except with the consent of the Board of Directors, evidenced by a resolution duly passed at a regular meeting of the board or a special meeting of the board called for the purpose.

### **TENTH**

The mailing address of the corporation shall be: GW Management, Inc.,  
113 South 2550 East, Declo, Idaho 83323.

DATED this 15th day of December, 2008.

  
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Michael D. Garner