

98010

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PIERSON FARMS, 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: March 24, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Sheryl Davies*

RECORDED
SEC. OF STATE
32 MAR 24 AM

ARTICLES OF INCORPORATION OF
PIERSON FARMS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural citizens of the United States and of full age and majority, have this day and do hereby voluntarily associate 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 PIERSON FARMS, INC.

ARTICLE II.

The purposes and objects for which this corporation is formed are:

1. To generally engage in, do and perform any enterprise, act or vocation permitted or authorized pursuant to the provisions of the Idaho Business Corporation Act and amendments thereto.

ARTICLE III.

This corporation shall have a perpetual existence.

ARTICLE IV.

The total number of shares which the corporation is authorized to issue is Ten thousand (10,000). The aggregate par value of such shares is One hundred thousand dollars (\$100,000.00) and the par value of each share is Ten dollars (\$10.00).

ARTICLE V.

There are no provisions granting or denying preemptive rights.

ARTICLE VI.

The address of the initial registered office of the corporation is: 1834 E. 1600 S., Gooding, Idaho, 83330 and the name of its initial registered agent at such address is: Marvin E. Pierson.

The mailing address of the registered office and the registered agent at such address is: 1834 E. 1600 S., Gooding, Idaho, 83330.

ARTICLE VII.

The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

Marvin E. Pierson
1834 E. 1600 S.
Gooding, ID 83330

Margaret A. Pierson
1834 E. 1600 S.
Gooding, ID 83330

Tim Pierson
1026 Nevada
Gooding, ID 83330

Provided, however, that any greater or fewer number of directors may be provided for by the By-Laws of said corporation.

ARTICLE VIII.

The name and address of each incorporator is:

Marvin E. Pierson
1834 E. 1600 S.
Gooding, ID 83330

Margaret A. Pierson
1834 E. 1600 S.
Gooding, ID 83330

Tim Pierson
1026 Nevada
Gooding, ID 83330

ARTICLE IX.

The board of directors is especially authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to law or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands this 23rd day of March, 1992.


Marvin E. Pierson


Margaret A. Pierson

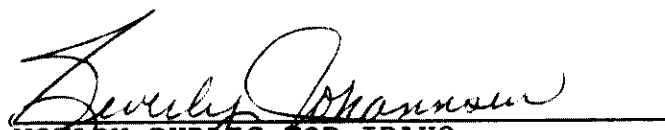

Tim Pierson

ACKNOWLEDGMENT

STATE OF IDAHO)
) ss.
County of Gooding)

On this 23rd day of March, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared MARVIN E. PIERSON, MARGARET A. PIERSON and TIM PIERSON, 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 on the day and year in this instrument first above written.


NOTARY PUBLIC FOR IDAHO;
Residing at Gooding, Idaho
Commission Expires: 5-27-98