



Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of
JAMESON/WARREN FARMS, INCORPORATED

with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this 24th day of October, 1974.

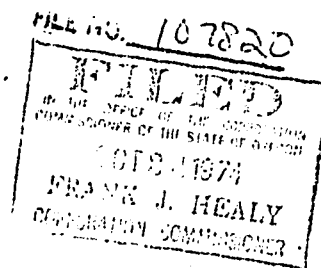
Frank J. Healy
Corporation Commissioner

By *Helen J. Fitch*
Chief Clerk

JAN 20 1975

RECEIVED

12:30 Jan



ARTICLES OF INCORPORATION
OF
JAMESON/WARREN FARMS, INCORPORATED

* * * * *

RECEIVED

The undersigned natural persons of the age of twenty-one years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I. The name of this corporation is JAMESON/WARREN FARMS, INCORPORATED and its duration shall be perpetual.

ARTICLE II. The purpose or purposes for which the corporation is organized are:

- (a) Primarily to engage in the specific business of farming.
- (b) To acquire, buy, sell, construct, hold, own, encumber, improve, lease, let, hire, exchange and generally deal in real property, personal property goods, wares and merchandise of any and every kind and description, and all rights thereto and interests therein, in every manner permitted by law.
- (c) To enter into joint ventures, partnerships, trust or other forms of business organization which such joint venture, partnership, trust or other form of business organization is used to carry on and transact any and all business which this corporation itself could carry on and transact, to enter

into such form of business organization as general partner, limited partner or otherwise; to participate in any transaction in such joint venture, partnership, trust or other persons delegated by this corporation to act for it in such business venture.

(d) To borrow money in any manner and amount authorized by law, and to evidence such indebtedness by bonds, notes, debentures or other appropriate instruments, and to execute mortgages, deeds of trust, security agreements or pledges of and upon the whole or any part of the real and personal property of this corporation for the purpose of securing the payment of such indebtedness, to guarantee the obligations of persons, firms, and corporations whenever expedient or convenient to promote the interests of this corporation.

(e) To engage in any business related or unrelated to those described in clauses (a) through (d) of this Article II and from time to time authorized or approved by the Board of Directors of this corporation.

(f) To engage in any lawful activity for which corporations may be organized under the Oregon Business Corporation Act.

The above purpose clauses shall not be limited by reference to or inference from one another, but each such purpose clause shall be construed as a separate statement conferring independent purposes and powers upon the corporation.

ARTICLE III. The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares all of Common each with the par value of Ten Dollars (\$10.00), amounting in an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

ARTICLE IV. The address of the initial registered office of the corporation is 800 Pacific Building, Portland, Oregon 97204 and the name of its initial registered agent at such address is C T CORPORATION SYSTEM.

ARTICLE V. 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:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Wilkinson	610 Newport Center Dr., Suite 1645 Newport Beach, Calif. 92660
James Jameson	610 Newport Center Dr., Suite 1645 Newport Beach, Calif. 92660
Hildredth Warren	610 Newport Center Dr., Suite 1645 Newport Beach, Calif. 92660

ARTICLE VI. The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
B. E. Pfuhl	700 South Flower St., Suite 1010 Los Angeles, Calif. 90017
S. P. Parise	700 South Flower St., Suite 1010 Los Angeles, Calif. 90017
K. R. McCulloch	700 South Flower St., Suite 1010 Los Angeles, Calif. 90017

ARTICLE VII. No shareholder shall be entitled as a matter of right to subscribe for or receive additional shares of any class of stock of the corporation, whether now or hereafter authorized, or any bonds, debentures or other securities convertible into stock, but such additional shares of stock or other securities convertible into stock may be issued or disposed of by the board of directors to such persons and on such terms as in its discretion it shall deem advisable

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

B. E. Pugh
B. E. Pugh

S. P. Parise
S. P. Parise

K. R. McCulloch
K. R. McCulloch

Dated October 17, 1974.

Rev:
Barbara A. Wilkinson
610 Newport Center Dr #1445
Newport Beach Calif
92660

STATE OF OREGON,
County of Klamath

Filed for record at request of

STATE OF OREGON DEPT OF COMMERCE
CORPORATION DIVISION
on this 20 day of January A.D. 1975

at 12:30 P.M. and duly

recorded in Vol. M 75 of ARTICLES OF INCORPORATION

Page 862

Wm. L. Gilne, County Clerk

Frank D. [Signature] Deputy

Fee \$ 10.00

30-Confirmed