



ARIZONA CORP. COMMISSION
FILED

AUG 8 0 2016

ARTICLES OF INCORPORATION
OF
VALLEY SPREADER, INC.

FILE NO. 21190888

ARTICLE I

Name: The name of the corporation is Valley Spreader, Inc.

Entity Type and Place of Business: The corporation initially intends to conduct a for-profit business in Yuma, Arizona and such other places as the corporation may select.

ARTICLE II

Purpose: The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time, and specifically but not in limitation thereof, for the purpose of hauling fertilizer.

ARTICLE III

Authorized Capital: The corporation shall have authority to issue One Million (1,000,000) shares of common stock.

ARTICLE IV

Known Place of Business: The corporate place of business shall be 3174 E. 32nd Street, Suite B, Yuma, Arizona 85365.

ARTICLE V

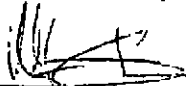
Directors: The initial Directors of the corporation are:

Martin Keith Gordon
3174 E. 32nd Street, Suite B,
Yuma, Arizona 85365

ARTICLE VI

Statutory Agent: The initial statutory agent for the corporation is Byrne & Benesch, P.C., 230 West Morrison Street, Yuma, Arizona 85364.

IN WITNESS WHEREOF, I, the undersigned sole incorporator, acknowledge under penalty of perjury that this document, with any attachments, is submitted in compliance with Arizona law, and have hereunto signed my name this 23 day of August, 2016.



Martin Keith Gordon
3174 E. 32nd Street, Suite B,
Yuma, Arizona 85365

**CONSENT
STATUTORY AGENT
VALLEY SPREADER, INC.
An Arizona Corporation**

The undersigned having been designated to act as Statutory Agent of Valley Spreader, Inc. hereby consents to act in such capacity and acknowledges that the appointment is effective until the appointing entity replaces the statutory agent or the statutory agent resigns, whichever occurs first. The person signing below declares and certifies *under penalty of perjury* that the information contained within this document together with any attachments is true and correct, and is submitted in compliance with Arizona law.

DATED this 29th day of August, 2016.

Byrne & Benesch, P.C.

By: Wayne C. Benesch

Wayne C. Benesch, President

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions C003

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

VALLEY SPREADER, INC.

2. **A.C.C. FILE NUMBER** (if already incorporated or registered in AZ):

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. **Check only one of the following to indicate the type of Certificate:**

- ☒ Initial (accompanies formation or registration documents)
☐ Annual (credit unions and loan companies only)
☐ Supplemental to COD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. FELONY/JUDGMENT QUESTIONS:

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

4.1 Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the five-year period (seven years for Nonprofits) immediately preceding the signing of this certificate?

☐ Yes

☒ No

4.2 Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the five-year period (seven years for Nonprofits) immediately preceding the signing of this certificate?

☐ Yes

☒ No

4.3 Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the five-year period (seven years for Nonprofits) immediately preceding the signing of this certificate, involving any of the following:

- a. The violation of fraud or registration provisions of the securities laws of that jurisdiction;
b. The violation of the consumer fraud laws of that jurisdiction;
c. The violation of the antitrust or restraint of trade laws of that jurisdiction?

☐ Yes

☒ No

4.4 If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you **MUST** complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.

5. BANKRUPTCY QUESTION:

5.1 — Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in **any other corporation** (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?

☐ Yes☒ No

5.2 If the answer to number 5.1 is **YES**, you **MUST** complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.

IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a **SUPPLEMENTAL** Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS:

Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

MARTIN KEITH GORDON

Name

3174 E. 32ND ST., STE. B

Address 1

Address 2

YUMA**AZ****85365**

City

UNITED STATES

State

Zip

Country

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT**MARTIN KEITH GORDON**

Printed Name

23 Aug 2016

Date

REQUIRED - check only one:

- ☒ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
☐ **Officer** - I am an officer of the corporation submitting this Certificate.
☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City

State

Zip

Country

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature

Printed Name

Date

REQUIRED - check only one:

- ☐ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
☐ **Officer** - I am an officer of the corporation submitting this Certificate.
☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None

All fees are nonrefundable - see Instructions.

Mail:

Arizona Corporation Commission - Corporate Filings Section
1300 W. Washington St., Phoenix, Arizona 85007

Fax:

602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

C003.001
Rev. 2016