(Certified Copy)

I HEREBY CERTIFY that I am the duly elected and qualified Secretary of ~~Sheppard Grain Farms~~, LTD. and the keeper of the records ~~and corporate seal~~ of said Corporation; that the following is a true and correct copy of resolutions duly adopted at a meeting of the Board of Directors thereof held in accordance with its By-Laws at its offices at Manchester, Iowa on the 15th day of Aug. 1988, and that the same are now in full force.

COPY OF RESOLUTIONS

"BE IT RESOLVED, that the (insert titles only) president, secretary or treasurer of this Corporation, or their/his successors in office, or any (insert number required to sign) one of them be and they/he hereby are/is authorized for, on behalf of, and in the name of this Corporation to:

(a) Negotiate and procure loans from

Farmers & Merchants Savings Bank (Name of Bank) of Manchester, Iowa (Address)

up to an amount not exceeding (if there is no limit, so indicate) no limit $ in the aggregate at any one time outstanding;

(b) Discount with said Bank, commercial or other business paper belonging to this Corporation, made or drawn by or upon third parties, without limit as to amount;

(c) Give security for any liabilities of this Corporation to said Bank by pledge or assignment or a lien upon any real or personal property, tangible or intangible, of this Corporation, and

(d) Execute in such form as may be required by the Bank all notes and other evidences of such loans, all instruments of pledge, assignment or lien, and that none of the same shall be valid unless so signed or endorsed, provided, however, that the endorsement of promissory notes discounted may be effected by any one of them."

"RESOLVED FURTHER, that said Bank be and it is hereby authorized and directed to pay the proceeds of any such loans or discounts as directed by the persons so authorized to sign, whether so payable to the order of any of said persons in their individual capacities or not, and whether such proceeds are deposited to the individual credit of any said persons or not;"

"RESOLVED FURTHER, that this resolution shall continue in force, and said Bank may consider the holders of said offices and their signatures, respectively, to be and continue as set forth in the certificate of the Secretary of this Corporation accompanying a copy of this resolution when delivered to said Bank or in any similar subsequent certificate, until notice to the contrary in writing is duly served on said Bank."

I HEREBY FURTHER CERTIFY that the following named persons have been duly elected to the offices set opposite their respective names, that they continue to hold these offices at the present time, and that the signatures appearing hereon are the genuine, original signatures of each respectively:

(PLEASE SUPPLY GENUINE SIGNATURES HEREUNDER)

Kenneth H. Sheppard	President	Kenneth H. Sheppard	~~Vice President~~
Kenneth H. Sheppard	Treasurer	Kenneth H. Sheppard	~~Asst. Treasurer~~
Kenneth H. Sheppard	Secretary	Kenneth H. Sheppard	~~Asst. Secretary~~

IN WITNESS WHEREOF, I have hereunto affixed my name as Secretary ~~and have caused the corporate seal~~ of said Corporation ~~to be hereto affixed~~ this 4th day of November, 1994.

Kenneth H. Sheppard
Kenneth H. Sheppard, Secretary

IMPRINT
SEAL HERE (No Seal)

I hereby certify that I am a Director of said Corporation and that the foregoing is a correct copy of resolutions passed as therein set forth, and that the same are now in full force.

Kenneth H. Sheppard
~~(Signature of Director)~~

DE LAND SERVICE-ALLEGAN, MICH. R-1

State of Iowa)
Delaware County)ss:

On this 4th day of November, 1994, before me, the undersigned Notary Public, personally appeared Kenneth H. Sheppard to me personally known, who being by me duly sworn, did say that he is the President, Secretary and Treasurer of Sheppard Grain Farms, Ltd.; that no seal has been procured by said corporation; that the foregoing Resolution of the Board of Directors was signed on behalf of the corporation by authority of its Board of Directors; that the above named officer acknowledged the execution of said Resolution to be the voluntary act and deed of the corporation, by it and by him voluntarily executed.

Rosemary Drees

(Seal)

NOTARIAL SEAL IOWA
ROSEMARY DREES
My Commission Expires
7/30/96

FILE No. 81-1253	FILED FOR RECORD THE 4 DAY OF	STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE $ 6.00	November, 1994 AT 2:14	Deborah L. Peyton, Recorder
TRANSFER FEE $	O'CLOCK P M. BOOK 5 PAGE 63	Misc.