Renewal of Articles of Incorporation

to

Country Club

#1917

Fee $1.80 ✓

Filed for record the 19 day of September A. D. 1929 at 3:30 o'clock P. M.

Mildred E. Knott, Recorder
Zelda Wildin, Deputy.

CERTIFICATE OF RENEWAL

BE IT REMEMBERED, That at a special meeting of the stockholders of the "Country Club" Company, a corporation duly organized and existing under the laws of the State of Iowa, having its place of business at Winterset, Iowa Madison County, Iowa, held on the 22nd day of August, 1929, after due and proper notice had been given the stockholders thereof, and at which meeting the requisite number of shares of stock of said corporation was represented, in accordance with its articles of incorporation and the laws of the State, the following resolution was adopted:

Total number of shares outstanding Eighty Six (86)

Total number shares of stock represented at this meeting Forty Two (42)

Total number of shares voted in favor of such renewal Forty Two (42)

Total number of shares voted against such renewal None.

RESOLVED, That the corporate period of the "Country Club" Company, which expired on the 31st day of May, 1929, is hereby extended for a period of twenty years from said date, continuing until May 31st 1949, unless sooner dissolved by the voluntary action of the stockholders.

BE IT FURTHER RESOLVED, That the renewal, articles of incorporation submitted to the stockholders at said meeting and hereto attached be and the same are hereby adopted as the articles of incorporation of said corporation under the renewal herein provided for.

RESOLVED FURTHER, That the president and secretary of this Company be and they are hereby authorized and directed to sign, acknowledge, record, publish and do any and all things which are by law required, to execute, complete and carry into effect the above resolution, and to execute, sign and acknowledge the renewal, articles of incorporation duly adopted at said meeting.

We, E. E. McCall and Leo C. Percival president and secretary of said company, do hereby certify the above to be a true and correct statement of the proceedings of the stockholders at the above named meeting.

Attested by: C. E. Hamilton W. J. Cornell E. E. McCall President.
E. A. Clark W. C. Krabiel Leo C. Percival Secretary.

STATE OF IOWA,
ss.
Madison County,

BE IT REMEMBERED, That on this 22nd day of August, 1929, before me, a Notary Public in and for said county and state, personally appeared E. E. McCall and Leo C. Percival, president and secretary, respectively of the said "Country Club" Company, and each for himself acknowledged the same to be his free act and deed and the free and voluntary act and deed of the said company, by them voluntarily executed, being duly authorized by the stockholders of said corporation.

Witness my hand and notarial seal at Winterset in the county of Madison, State of Iowa, on the day and year last above written.

NOTARIAL SEAL

Will H. Henry
Notary Public.

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ARTICLES OF INCORPORATION
OF
"COUNTRY CLUB"
OF
WINTERSET, IOWA.

The persons whose names are subscribed hereto, and all other persons who shall become stockholders of this corporation, do hereby associate themselves together as a body corporate to organize and create a corporation under Chapter 1, of Title IX, of the Code of Iowa, and adopt the following Articles of Incorporation for the government of such corporation.

I- The name of the corporation shall be "Country Club", and its place of business shall be at Winterset, Madison County, Iowa.

II- The purposes and objects for which said corporation is formed are to encourage field and athletic sports, and the pleasure, exercise and recreation of its members, and for that purpose to acquire by purchase and hold real estate and personal property, to erect buildings an_ other structures necessary and proper for the carrying out of the purposes before mentioned, and to do any and all other things whatsoever which may be requisite, necessary and proper in and about the carrying out of the purposes and objects for which this corporation is formed.

III- The authorized capital stock of this corporation shall be Eight Thousand ($8,000.00) Dollars, and shall be divided into shares of Fifty ($50.00) Dollars each. That said corporation shall commence to do business when 130 shares of said stock of $50.00 each, shall be subscribed for and sold. That the remaining 30 shares of stock may be sold from time to time as directed by the Board of Directors of said corporation, such sale to be for not less than the par value and the proceeds thereof to be and become a part of the funds of said incorporation. The proceeds of the sale of stock shall only be used for the purchase, betterment and improvement of the property of this incorporation and for the necessary tools to be used in the care and maintenance thereof.

IV.- The period of existence of this corporation shall be twenty years.

V- The private property of the members of this incorporation shall not be liable for the debts thereof.

VI- No indebtedness shall be created by this corporation in excess of the sum of Five Hundred ($500.00) Dollars.

VII- That upon payment for the shares of stock by the subscribers thereto, certificates of stock shall be issued to the purchaser to be signed by the President of said corporation and by its Secretary-Treasurer.

VIII- There shall be annual dues assessed against each stockholder in a sum not to exceed Eight ($8.00) Dollars, except as hereinafter provided as by Section IX hereof, which annual

dues shall be made a lien or charge upon the stock belonging to such stockholder until paid; such dues to be paid on or before May 1st, of each year hereafter, and the dues for the year of 1909 to be paid at the time of the deliver of stock to the purchaser. The lien or charge for dues may be enforced in the way and manner provided in the By-laws.

IX- Any holder of stock buying stock from another stockholder shall become liable to annual dues upon the stock purchased from each stockholder, in addition to his original liability for dues.

X- The business and affairs of this incorporation shall be managed by a Board of Five Directors to be chosen from the stockholders of said corporation, and until the first election as hereinafter provided for, the following named persons shall act as the Board of Directors, viz:- C. T. Koser, W. J. Cornell, Chas. McMillan, E. E. McCall and John A. Guiher. The Board of Directors shall elect from their number a President and a Secretary-Treasurer, and until the first election as hereinafter provided for, C. T. Koser shall be the President and W. J. Cornell shall be Secretary-Treasurer.

XI- The annual election of Directors of this incorporation shall be held on the first Tuesday in October, 1909, and on the same date of each year hereafter, which election shall be held at the place to be fixed by the Directors of this corporation, and notice of the time and place of such election to be given by mail to each stockholder at least five days prior to the time fixed for such election. Each stockholder shall be entitled to but one vote, regardless of the number of shares he may own.

XII- The Board of Directors shall have power to establish By-laws and make the Rules and Regulations necessary for the management of its affairs.

XII- These Articles of Incorporation may be amended at any regular meeting of the stockholders or at a special meeting called for that purpose, by a two-thirds vote of the capital stock of the corporation.

XIV- This corporation may be dissolved prior to the time fixed in its Articles of Incorporation, by an affirmative vote of its stockholders holding three-fourths of its capital stock, at a meeting of the stockholders called for that purpose, in the manner required by law and these Articles of Incorporation, and in case of such dissolution, its affiars shall be wound up in the manner provided by statute.

Dated this 4th day of May, A. D., 1909.

Jno. A. Guiher	W. J. Cornell
Chas. McMillan	Geo. M. Pratt
Chas. T. Koser	Geo. N. Skinner
E. E. McCall	M. E. Smith

STATE OF IOWA :
: SS.
MADISON COUNTY :

On this 4th day of May, A. D., 1909, before me personally appeared Jno. A. Guiher, Chas. McMillan, Chas. T. Koser, E. E. McCall, W. J. Cornell, Geo. M. Pratt, Geo. N. Skinner and M. E. Smith, to me known to be the identical persons named in and who executed the foregoing Articles of Incorporation of the "Country Club" of Winterset, Iowa, and acknowledged that they executed the same as their voluntary act and deed.

NOTARIAL SEAL

Lloyd Talley

Notary Public in and for Madison County, Iowa.

Amendments to the Articles of Incorporation of the "Country Club".

BE IT KNOWN;

That at the annual meeting of the stockholders of the "Country Club" of Winterset Madison County Iowa held on the first Tuesday of October 1921 the following amendments to the Articles of Incorporation were adopted.

Amend Article VI of the Articles of Incorporation by striking out all of said Article VI and inserting in lieu thereof the following:

"No indebtedness shall be created by this corporation in excess of Five Thousand ($5,000.00) Dollars."

Amend Article VIII of the Articles of Incorporation by striking out all of said Article VIII and inserting in lieu thereof the following:

"On or before March 1st of each year the Board of Directors shall assess the Annual Dues to be paid by each stockholder for the current year in such sum as is necessary to meet the expenses, including interest on indebtedness, for the current year, and for the liquidation of any indebtedness now or hereafter incured; such annual dues of each stockholder shall not exceed the sum of Twenty Five ($25.00) Dollars, except as hereinafter provided by Article IX hereof but said Article IX shall apply only to stock transfered after July 1st 1921; which annual dues shall be made a lien or charge upon the stock belonging to such stockholder until paid; such annual dues to be paid on or before May 1st of each year hereafter. The lien or charge for dues may be enforced in the way and manner provided in the By-laws."

E. E. McCall President.

Leo C. Percival Secretary.

On this 3rd day of November 1921 before me appeared E E McCall and Leo C Percival to me personally known who being by me duly sworn did say they are the President and Secretary of the "Country Club" of Winterset Iowa and that the said instrument was signed in behalf of the said Corporation by authority of its Board of Directors and Stockholders and they acknowledged the said instrument to be the voluntary act and deed of the said corporation.

NOTARIAL SEAL

Will H. Henry

Notary Public in and for Madison County Iowa.