

# 126901  
(Madison)

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BOOK 38 PAGE 659  
1989 FEB - 8 AM 11:50  
MARY E. WELTY  
RECORDER  
MADISON COUNTY IOWA  
Fee \$15.00

Compared

ARTICLES OF INCORPORATION  
OF  
AFTON SEED COMPANY, INC.  
TO THE SECRETARY OF STATE  
OF THE STATE OF IOWA:

I, the undersigned, acting as incorporator of a corporation under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, adopt the following Articles of Incorporation for such a corporation.

ARTICLE I  
NAME/PURPOSE

The name of the corporation shall be Afton Seed Company, Inc. The period of its duration is perpetual. The purpose which the corporation is authorized to pursue is, or includes, the transaction of any or all lawful business for which the corporation may be incorporated under the Iowa Business Corporation Act.

ARTICLE II  
POWERS

The corporation shall have unlimited powers to engage in and do any lawful act concerning any or all lawful business for which corporations may be organized under the Corporation Act, as provided in Chapter 496A, Code of Iowa, and which may be permitted by the By-Laws. In the event the corporation acquires interest in real estate, all documents incident to the ownership or real estate shall be executed by the President and Secretary of the Corporation or such other officers of the Corporation as the Board of Directors may designate.

ARTICLE III  
COMMENCEMENT OF BUSINESS

The time of commencement and existence of the corporation shall be January 17, 1989.

ARTICLE IV  
AUTHORIZED STOCK

The amount of authorized stock shall be 100,000

472

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Articles of Incorporation of Afton Seed Company, Inc.  
Page Two

shares of common stock at \$1.00 per share. Each share of stock shall be of one class only.

ARTICLE V  
PRE-EMPTIVE RIGHTS

The stockholders of the corporation shall have the pre-emptive right to acquire unissued and treasury shares of stock. The By-Laws of the corporation may include restrictions upon the transfer of stock.

ARTICLE VI  
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be 118 No. 5th St., Winterset, Iowa 50273. The initial registered office of the corporation shall be 118 No. 5th St., Winterset, Iowa 50273, and the initial registered agent at said address shall be Raymond E. Ricketts, 118 No. 5th St., Winterset, Iowa 50273.

ARTICLE VII  
BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall consist of two (2) individuals who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify, to-wit:

<u>NAME</u>	<u>ADDRESS</u>
Raymond E. Ricketts	118 No. 5th St. Winterset, Iowa 50273
Doris Ricketts	118 No. 5th St. Winterset, Iowa 50273

ARTICLE VIII  
INCORPORATOR

The incorporator shall be Raymond E. Ricketts, 118 No. 5th St., Winterset, Iowa 50273.

ARTICLE IX  
AMENDMENTS

Amendments to the Articles of Incorporation shall be made pursuant to the procedure set out in Section 58 of Chapter 496A of the Code of Iowa, and any modifications or revisions may be made of the proposed

amendments offered at the stockholders meeting. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors of the Corporation.

ARTICLE X  
MEETINGS

All meetings of the stockholders may be held at such place, either within or without of the State of Iowa, as may be provided in the By-laws of the Corporation.

ARTICLE XI

The private property of the members of this corporation shall be exempt from liability for any and all debts of this corporation.

Dated this 22 day of December, 1988.

Raymond E. Ricketts  
Raymond E. Ricketts

STATE OF IOWA )  
                  ) ss.  
COUNTY OF POLK )

On this 22 day of December, 1988, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Raymond E. Ricketts, to me known personally to be the identical person whose name is subscribed to the foregoing Articles of Incorporation of Afton Seed Corporation, Inc., and who acknowledged the same to be his voluntary act and deed and for the purposes therein expressed.

Wanda O. Pals  
NOTARY PUBLIC IN AND FOR THE  
STATE OF IOWA



FILED in the Office of the Secretary of State of Iowa  
By: Handley & Block, Attys: Barbara Jordan  
Ste 205 Alpha Plaza, 110 SE Grand St,  
Des Moines, Ia 50021  
Cert. No. 415446 ELAINE BAXTER, Secretary of State