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ARTICLES OF INCORPORATION OF LANNY'S AUTOS COMPANY

MARY E. WELTY RECORDER MADISON COUNTY, IOWA Fee \$20.00

The undersigned Incorporator of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa (1987), does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I NAME OF THE CORPORATION

The name of the corporation shall be Lanny's Autos Company. The effective date of this corporation shall be July 1, 1989.

ARTICLE II PURPOSES

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be organized under such act.

ARTICLE III AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is 100,000 shares of Common Stock par value \$1.00 per share. Each share shall have equal rights with each other share in respect of dividends, voting and in liquidation.

ARTICLE IV REGISTERED OFFICE OF AGENT

The address of the initial registered office of the corporation is R. R. 2, Box 1B, Winterset, IA 50273 and the name of the initial registered agent at such address is Lanny Wenck.

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ARTICLE V
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and become qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Lanny Wenck	R. R. 2, Box 1B Winterset, IA 50273

ARTICLE VI
AMENDMENTS

The corporation reserves the right from time to time to amend, alter, repeal or to add any provision to its Articles of Incorporation, in the manner now or hereafter prescribed by law. At any meeting of the shareholders at which a proposed amendment is duly submitted in the manner prescribed by law, modifications or revisions of such proposed amendment may be submitted, voted upon and adopted at such meeting in the same manner and to the same effect as the original proposed amendment.

ARTICLE VII
BY-LAWS

The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

ARTICLE VIII
RESTRICTION ON TRANSFER OF SHARES

The By-Laws may contain any provisions restricting the transfer of shares.

ARTICLE IX
OFFICERS

Until the election and qualification of their successors, the following shall serve as officers of the corporation:

President	Lanny Wenck
Vice-President.	Lanny Wenck
Secretary	Lanny Wenck
Treasurer	Lanny Wenck

ARTICLE X
EXECUTION OF WRITTEN INSTRUMENTS

All instruments executed by the corporation in writing, which are acknowledged, and which affect an interest in real estate, shall be executed by the President of the corporation or otherwise executed as provided by specific resolution of the Board of Directors. All other instruments executed by the corporation, including but not limited to release of mortgages or liens, shall be executed by the President of the corporation or otherwise executed as provided by specific resolution of the Board of Directors.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Lanny Wenck	R. R. 2, Box 1B Winterset, IA 50273

IN WITNESS WHEREOF, the aforesaid Incorporator has caused the execution of the foregoing Articles of Incorporation on this 19th day of June, 1989.

Lanny S. Wenck
LANNY WENCK

STATE OF IOWA :
 : ss
MADISON COUNTY:

On this 19th day of June, 1989, before me, a Notary Public in and for the State of Iowa, personally appeared Lanny Wenck, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed.



A. Zane Blessum
A. ZANE BLESSUM
Notary Public in and for the State of Iowa

FILED in the Office of the Secretary of State of Iowa.
By: Don Carlos Law Off. A. Zane Blessum Polbr 309
June 21, 1989 1137 John Wayne Dr. Winterset, Iowa 50273
Cert. No. C124964 ELAINE BAXTER, Secretary of State

Courtesy

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