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Madison

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BOOK 39 PAGE 451

ARTICLES OF INCORPORATION

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SECRETARY OF STATE

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OF

MARY E. WELTY
RECORDER
MADISON COUNTY IOWA

LORIMER SEED COMPANY, INC.

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

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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 Lorimer Seed Company, Inc. 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 December 1, 1989.

ARTICLE IV
AUTHORIZED STOCK

The amount of authorized stock shall be 50,000

562

3

shares of common stock at no par value. 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 424 West South Street, Winterset, Iowa. The initial registered office of the corporation shall be 424 West South Street, Winterset, and the initial registered agent at said address shall be Mark Eugene Rickets..

ARTICLE VII
BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall consist of one individual who is to serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify, to-wit:

<u>NAME</u>	<u>ADDRESS</u>
Mark Eugene Rickets	424 West South Street Winterset, Iowa 50273

ARTICLE VIII
INCORPORATOR

The incorporator shall be Mark Eugene Rickets, 424 West South Street, Winterset, Iowa.

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

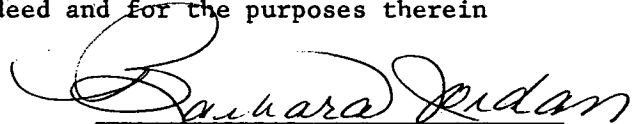
The private property of the members of this corporation shall be exempt from liability for any and all debts of this corporation.

Dated this 15th day of December, 1989.


MARK EUGENE RICKETS

STATE OF IOWA)
)
COUNTY OF POLK)ss.

On this 15th day of December 1989, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared, to me known personally to be the identical person whose name is subscribed to the foregoing Articles of Incorporation of Lorimer Seed Company, Inc., and who acknowledged the same to be his voluntary act and deed and for the purposes therein expressed.


NOTARY PUBLIC IN AND FOR THE
STATE OF IOWA



FILED in the Office of the Secretary of State of Iowa
By Larry J. Handley to Buck Saw Firm
Dec. 1, 1989 110 SE Grant St, Ste 205 Artery Ia 50021
Cert. No. 0131706 ELAINE BAXTER, Secretary of State