

*Madison*FILED NO. **1678**BOOK **39** PAGE **498**

90 FEB 20 AM 11:04

ARTICLES OF INCORPORATION

1990 JAN 16 AM 10:37

MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee \$15.00

OF

RECEIVED
SECRETARY OF STATEBASS CHICKERING CORPORATION

TO THE SECRETARY OF THE STATE OF IOWA:

We, the undersigned persons, acting as Incorporators of a Corporation organized under the Iowa Business Corporation Act, Chapter 493B of the Iowa Code, hereby adopt the following Articles of Incorporation for such Corporation:

I. The name of the Corporation is Bass Chickering Corporation.

II. Corporate existence shall commence immediately and continue in perpetuity.

III. The aggregate number of shares which the Corporation has authority to issue is:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>VALUE</u>
Common	100,000	\$100.00 par value

IV. The address of the initial registered office of the Corporation is 723 East Green, Winterset, Madison County, Iowa 50273, and the name of its initial registered agent at such address is Robert D. Bass.

V. The name and address of each Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Robert D. Bass	R. R. #1 - Box 303, Winterset, IA 50273
Gary R. Chickering	1211 N. Buxton, Indianola, IA 50125
S. Kay Bass	R. R. #1 - Box 303, Winterset, IA 50273
Louise Chickering	1211 N. Buxton, Indianola, IA 50125

VI. The Corporation is organized to transact any and all lawful business for which corporations may be incorporated by the Iowa Business Corporation Act, Chapter 493B of the Iowa Code.

VII. The number of Directors constituting the initial Board of Directors of the Corporation is four (4) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of Shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Robert D. Bass	R. R. #1 - Box 303, Winterset, IA 50273
Gary R. Chickering	1211 N. Buxton, Indianola, IA 50125
S. Kay Bass	R. R. #1 - Box 303, Winterset, IA 50273
Louise Chickering	1211 N. Buxton, Indianola, IA 50125

VIII. The initial officers of the Corporation who shall serve as such until the next annual meeting or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>OFFICER</u>
Robert D. Bass	President
Gary R. Chickering	Vice President
S. Kay Bass	Secretary
Louise Chickering	Treasurer

IX. Shareholders Pre-emptive Rights - Except as in this Article provided, Shareholders shall possess pre-emptive rights to acquire unissued shares, outstanding shares and/or treasury shares of the Corporation; and for obligations of the Corporation convertible in such shares, whether then or thereafter authorized. Shareholders with holdings of less than 5% of the outstanding stock of the Corporation (excluding any treasury stock) shall not possess any pre-emptive rights.

X. The shares of the Corporation shall be represented by certificates signed by the President and the Vice President. The Corporation shall have no seal.

XI. All instruments conveying or encumbering real estate, or any interest therein, shall be signed by the President and the Vice President or Treasurer, or shall be signed by the Vice President and the President or Secretary.

Dated this 12 day of JANUARY, 1990.

INCORPORATORS

Gary R. Chickering
Gary R. Chickering

Louise Chickering
Louise Chickering

INCORPORATORS

Robert D. Bass
Robert D. Bass

S. Kay Bass
S. Kay Bass

STATE OF IOWA :
 : ss
MADISON COUNTY :

On this 12 day of JANUARY, 1990, before me personally appeared Robert D. Bass, Gary R. Chickering, S. Kay Bass and Louise Chickering, to me known to be the persons named in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed the same as their voluntary act and deed.



Chet R. Chickering
Notary Public in and for the
State of Iowa

IOWA

Receipt No. R139265

SECRETARY OF STATE

490 DP-140358
CHICKERING & JANSSEN
ATTN: CHET R. CHICKERING
65 JEFFERSON
WINTERSET, IA 50273

ACKNOWLEDGMENT OF DOCUMENT FILED

The secretary of state acknowledges receipt of the following document from the filing party named above:

Articles of Incorporation

The document was filed on Jan. 16, 1990, at 10:37.

The amount of \$50.00 was received in full payment of the filing fee.



SECRETARY OF STATE