

Compared

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BOOK 39 PAGE 524

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ARTICLES OF INCORPORATION

1990 MAR -2 PM 3:41

MARY E. WELTY  
RECORDER  
MADISON COUNTY, IOWA  
Fee \$10.00

OF

SHADY HILL, INC.

RECEIVED  
SECRETARY OF STATE

030590135EB.6ED01 55350ARTA \$05 \$50.00

I, the undersigned, acting as Incorporator of a Corporation organized under Chapter 490A, 1989 Code of Iowa, hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is SHADY HILL, INC.

ARTICLE II

The Corporation shall have unlimited power to engage in, and to do any lawful act concerning any and all lawful businesses for which corporations may be organized under this Act.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares with One Dollar (\$1.00) par value.

ARTICLE IV

The address of the initial registered office of the corporation is R.R. 2, P.O. Box 1 A, Winterset, Iowa 50273, and the name of its registered agent at such address is Ralph Michael Clark.

ARTICLE V

The number of directors constituting the initial Board of Directors are two (2) and the name and address of such persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Ralph Michael Clark	R.R. 2, P.O. Box 1 A, Winterset, Iowa 50273
Donald LeRoy Clark	R.R. 2, P.O. Box 1 A, Winterset, Iowa 50273

(2)

ARTICLE VI

Deeds, mortgages, and leases for an initial stated term of five (5) years or more shall be executed by the President or a Vice President and shall be countersigned or attested by the Secretary or an Assistant Secretary. Mortgage releases, leases for an initial stated term of less than five (5) years and other instruments affecting or relating to real estate but not amounting to a conveyance or mortgage thereof may be executed by any one or more of the officers of the corporation.

Dated this 28<sup>th</sup> day of February, 1990.

Ralph Michael Clark (Incorporator)  
Ralph Michael Clark, Incorporator

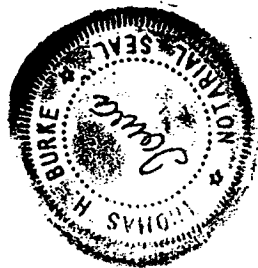
STATE OF IOWA )  
                  ) ss.  
COUNTY OF POLK )

On this 28<sup>th</sup> day of February, 1990, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Ralph Michael Clark, to me personally known to be the identical person whose name is subscribed to and who executed the foregoing Articles of Incorporation and who acknowledged the execution thereof to be his free and voluntary act and deed.

WITNESS MY HAND and notarial seal at Des Moines, Iowa, the day and year last above written.

Thomas H. Burke

Notary Public In and For the  
State of Iowa



ELAINE BAXTER  
Secretary of State  
FILED  
Date: 3/2/90  
Time: 15:41  
Receipt: R143911