MISC. RECORD 38

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

corporations.

Pollo-Madison REGELVED

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SECRETARY OF STATE

ARTICLES OF MERGER

OF

SECRETARY STATE

CASWELL TRUCKING, INC.

AND

GREATWAY, CORP.

FILED NO. 462 800K 38 PAGE 20

REC PAGE

MARY E. WELTY RECORDER

Fee \$15.00

Pursuant to the provisions of Section 68 of the Iowa Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into one of such

ARTICLE ONE

The following Plan of Merger was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Iowa Business Corporation Act.

- 1. Caswell Trucking, Inc. and Greatway, Corp. shall be merged into a single corporation, to wit: Caswell Trucking, Inc., it being the corporation surviving the merger, and which shall continue its corporate existence.
- 2. The Directors and Officers of the surviving corporation shall continue to be such until their successors are duly elected and qualified. The By-Laws of the surviving corporation effective at the time of the merger shall be the By-Laws of the surviving corporation until altered or amended.
- 3. The terms and conditions of the proposed merger, including the manner and basis of converting the shares of each merging corporation into shares of the surviving corporation, are as follows: For every 4 shares of Greatway, Corp. held on December 31, 1986; the holder of record thereof shall be entitled to 1 share of Caswell Trucking, Inc.
- 4. There are no changes made in the Articles of Incorporation of Caswell Trucking, Inc.
- 5. The merger shall become effective on January 1, 1987, or upon the date of acceptance by the Office of the Secretary of State, whichever comes last.

ARTICLE TWO

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such Plan, are as follows:

Entitled to Vote as a Class

Name of	Number of Shares	Designation of	Number of	
Corporation	Outstanding	Class	Shares	
Caswell Trucking, Inc.	2,000	N/A	N/A	
Greatway, Corp.	8,000	N/A	N/A	

ARTICLE THREE

As to each of the undersigned corporations, the total number of shares voted for and against such Plan, respectively, and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such Plan, respectively, are as follows:

Number of Shares

Name of	Total Voted				
		Total Voted		Voted	Voted
Corporation	For	Against	Class	For	Against
Caswell Trucking, Inc.	2,000	None	N/A	N/A	N/A
Greatway, Corp.	8,000	None	N/A	N/A	N/A

Dated this 31st day of December, 1986.

CASWELL TRUCKING, INC.

GREATWAY, CORP.

Entitled to Vote as a Class

Howard E. Caswell Secretary

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STATE OF IOWA )
OSS.
COUNTY OF POLK )
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On this 31, of day of December, 1986, before me, the undersigned, a

Notary Public in and for said State, personally appeared Howard E. Caswell
and Mary L. Caswell, to me personally known, who, being by me duly sworn,
did say that they are the President and Secretary, respectively, of
Caswell Trucking, Inc.; that no seal has been procured by said corporation;
that said instrument was signed and sealed on behalf of said corporation
by authority of its Board of Directors; and that the said Howard E. Caswell
and Mary L. Caswell, as such officers, acknowledged the execution of said
instrument to be the voluntary act and deed of said corporation, by them
Expluntarily executed.

W. IH/EL Inst

Notary Public in and for the State of Iowa

STATE OF IOWA)
) ss.
COUNTY OF POLK)

On this 31 day of December, 1986, before me, the undersigned, a

Notary Public in and for said State, personally appeared Ida L. Rooker and
Howard E. Caswell, to me personally known, who, being by me duly sworn, did
say that they are the President and Secretary, respectively, of Greatway,

Corp.; that no seal has been procured by said corporation; that said instrument
was signed and sealed on behalf of said corporation by authority of its Board
of Directors; and that the said Ida L. Rooker and Howard E. Caswell, as such
officers, acknowledged the execution of said instrument to be the voluntary
act and deed of said corporation, by them voluntarily executed.

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

State of Iowa

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

State of Iowa

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