

ARTICLES OF INCORPORATION

FILED  
MAILED

OF

NOV 16 1987

1310569

COMPTIME, INC.

1987 OCT 30 AM 11:57

118286

MADE IN IOWA

Madison

The undersigned does hereby form a body corporate under and by virtue of the provisions of Chapter 496A of the 1984 Code of Iowa, with all the rights, powers and privileges vested in and conferred upon corporations for pecuniary profit under said provisions, does hereby adopt, execute and acknowledge the following Articles of Incorporation, to wit:

Compare

ARTICLE I

The name of the corporation is Comptime, Inc.

FILED NO. 1206  
BOOK 38 PAGE 203  
1988 JAN 13 AM 10:59  
MARY E. WELTY  
RECORDER  
MADISON COUNTY, IOWA  
Fee \$20.00

ARTICLE II

The corporation shall have unlimited power to engage in and 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 the authority to issue is One Hundred Thousand (100,000) shares of common stock of no par value, and One Hundred Thousand (100,000) shares of preferred stock of no par value.

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the voting power shall be vested exclusively in common stock and each share of common stock issued and outstanding shall be entitled to one vote at all regular and special meetings of stock holders except that any shares of the capital stock owned and held by the corporation.

All stock shall be issued as provided by law, and when issued shall be fully paid and nonassessable.

#### ARTICLE IV

The address of the initial registered office shall be P.O. Box 314, Truro, Iowa 50257, and the name of its initial registered agent is Kevin B. Nowak.

#### ARTICLE V

The affairs of this corporation shall be managed by a Board of Directors of not less than one nor more than seven in number. The number of directors constituting the initial board are two. The name and addresses of those persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Kevin B. Nowak, 470 N. Jackson, Truro, Iowa 50257

Michele A. Nowak, 470 N. Jackson, Truro, Iowa 50257.

**ARTICLE VI**

The annual meeting of the shareholders shall be held on the first Tuesday of the second month following the close of the corporation's fiscal year at a place designated by the board of directors. Special meetings of the shareholders may be called by a majority of shareholders holding voting power.

**ARTICLE VII**

The name and address of the incorporator of this corporation is:

Kevin B. Nowak, 470 N. Jackson, Truro, Iowa 50257

**ARTICLE VIII**

All instruments executed by the corporation in writing, which are acknowledged, shall be executed by the President if they affect an interest in real estate. The corporation shall not have a seal. All other instruments executed shall be done by the President or other officer designated by the Board of Directors.

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