Madison

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MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
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SECRETARY OF STATE

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ARTICLES OF INCORPORATION
OF
PRO PAK, INC.

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

I, the undersigned person, acting as incorporator of a corporation organized under the provisions of the Iowa Business Corporation Act, Chapter 496A of the Code of Iowa, 1987, hereby adopt the following Articles of Incorporation for such corporation:

Article I

NAME

The name of the corporation is PRO PAK, Inc., with the right and privilege to also operate under any assumed name or assumed names chosen by the company and if and when duly authorized by the Secretary of State, Iowa.

Article II

DURATION

The corporate existence shall begin upon the Secretary of State issuing a Certificate of Incorporation and shall continue perpetually.

Article III

PURPOSE

The corporation shall have unlimited power to engage

in, and to do any lawful act concerning any and all lawful business for which corporations may be organized under the Iowa Business Corporation Act.

Article IV

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 5,000,000 (five million), shares, all of which shall be common stock; each share of which shall have a par value of One Dollar ($1.00).

Article V

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in Madison County, Iowa, is 314 North John Wayne Drive, Winterset, Iowa 50273, and the name of the registered agent at such address is Ray Raymond.

Article VI

DIRECTORS

The number of Directors constituting the initial Board of Directors is three (3) and the names and address of the persons who are to serve as Directors until the first annual meeting of stockholders, or until his successor is elected and shall qualify, is:

Name	Address
Kenneth Conard	RR 1 Box 255 Winterset, Iowa 50273
Ray Raymond	314 N. John Wayne Drive Winterset, Iowa 50273
Owen J. Hayes	1516 44th Street Des Moines, IA 50311

Article VII

INCORPORATOR

The Name and address of the incorporator is:

Name	Address
Ray Raymond	314 N. John Wayne Drive Winterset, Iowa 50273

Article VIII

OFFICERS

The initial officers of the corporation who shall serve as such until the next annual meeting or until their successors are elected and qualified are:

Name	Officer
Kenneth Conard	Chairman
Ray Raymond	President and Treasurer
Owen J. Hayes	Vice President and Secretary

Article IX

STOCKHOLDERS' PREEMPTIVE RIGHTS

Except as in this Article provided, stockholders shall possess preemptive rights to acquire unissued shares, outstanding shares and/or treasury shares of the corporation; and/or obligations of the corporation convertible in such shares, whether then or thereafter authorized. Stockholders with holdings of less than 5% of the outstanding stock of the corporation (excluding any treasury stock) shall not possess any preemptive rights.

Article X

RECORD TRANSACTIONS

When authorized by an affirmative vote of the Board

of Directors of the corporation ALL CONVEYANCES, CONTRACTS, MORTGAGES AND/OR LEASES OF REAL PROPERTY made by the corporation shall be executed by the Chairman and countersigned by the President, and all RELEASES of mortgages, liens, judgments or other claim filed by the corporation, may be executed by the Chairman or President of the corporation. This corporation shall have a corporate seal. Other instruments shall be executed as provided by the minutes; and if there is no provision therein, then as if a corporate conveyance. In the absence or inability of any of the officers herein mentioned to execute such instruments, the same may be executed by any other officer or officers of the corporation or other person or persons expressly designated for such purpose by the affirmative vote of the Board of Directors of the corporation.

Article XI

LIEN ON STOCK

The corporation reserves and shall have a first lien on the shares of any stockholders for any debt or liability by him owing to the corporation.

Article XII

LIABILITY OF DIRECTOR, OFFICER OR EMPLOYEE

No person shall be liable to the corporation for any loss or damage suffered by it on account of any action taken or omitted to be taken by him as a director or officer of the corporation in good faith, if such person (i) exercised or used the same degree of diligence, care and skill as an

ordinarily provident man would have exercised or used under the circumstances in the conduct of his own affairs, or (ii) took, or omitted to take, such action in reliance upon advice of counsel for the corporation, or upon statements made or information furnished by officers or employees of the corporation which he had reasonable grounds to believe to be true, or upon a financial statement of the corporation prepared by an officer or employee of the corporation in charge of its accounts or certified by a public accountant or firm of public accountants; provided that this provision does not eliminate or limit the liability of a director, officer or employee for a breach of said person's duty of loyalty to the corporation or its stockholders, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the director, officer or employee derives an improper benefit.

Article XIII

LIMITATION OF LIABILITY

The private property of the stockholders to the full extent provided by law shall forever be exempt from corporate debt and liability. This Article shall not be changed except by unanimous consent of all stockholders.

Article XIV

RESTRICTIONS ON TRANSFER OF SHARES

The Bylaws of this corporation may provide for any

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provisions reasonably restricting the transfer and ownership of shares of stock of the corporation. No stockholder shall sell, assign, transfer, give, dispose of or encumber any shares of stock in violation of any condition stated in the Bylaws. Any such restrictions shall, in substance or in full, appear upon the stock certificates issued by the corporation.

Article XV

AMENDMENTS

Amendments to these Articles of Incorporation shall be made as provided in the Code of Iowa, 1987, Sections 496A.55, 496A.56 and other pertinent provisions of Chapter 496A. But the last sentence of subsection 1 of Section 496A.56 shall be eliminated from, and shall not be any part of, the amendatory procedure.

Article XVI

BYLAWS

The initial Bylaws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or these Articles of Incorporation. (Section 496A.26, as amended)

Dated this 7th day of July, 1990.

Ray Raymond
Ray Raymond
INCORPORATOR OF PRO PAK, INC.

IOWA Receipt No. R154966

SECRETARY OF STATE

490 DP-143970
PRO PAK, INC.
C/O PROTEUS DEVELOPMENT GROUP INC.
314 N JOHN WAYNE DR
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 July 05, 1990, at 13:50.

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