Madison Co.

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ARTICLES OF INCORPORATION

OF

CIRCLE ONE - SQUARE ONE, CO.

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SECRETARY OF STATE

BE IT KNOWN BY THESE ARTICLES: That Arthur B. Whitworth, the undersigned person acting as incorporator of a corporation organized under Chapter 496A, Code of Iowa, 1983, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is CIRCLE ONE - SQUARE ONE, CO.

ARTICLE II

The corporation shall have unlimited power to engage in or do any lawful act concerning any and all lawful business for which corporations may be organized under this chapter.

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is one thousand shares which are to consist of one class only and that all such shares are to be without par value.

ARTICLE IV

When the board of directors so determine, the issuance of any treasury stock shall first be offered at the price set by the directors pro rata to the present stockholders of the corporation and no shareholder shall be denied this pre-emptive right.

ARTICLE V

Any shareholder desiring to sell, transfer or alienate any or all of his shares of stock of the corporation shall first offer such stock to the other shareholders and the corporation before a shareholder is free to transfer his stock without any restriction.

ARTICLE VI

The officers of this corporation shall be a president, a vice-president, a secretary and a treasurer and such other officers as shall be provided for in the by-laws, one person may hold two or more offices at the same time. All conveyances and mortgages of real property made by the corporation shall be executed by the president and countersigned by the secretary, and all releases of mortgages, liens, judgments or other claims that are required to be made of record may be executed by the president, vice-president, or secretary of the corporation.

ARTICLE VII

The annual meeting of the stockholders shall be held at

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BOOK 35 PAGE 326

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

(3)

the office of the corporation on the 31st day of December of each year beginning with the year 1985, at which time the stockholders shall elect a board of directors and transact such other business as may lawfully come before them.

ARTICLE VIII

The address of the initial registered office of the corporation is, 215 S. 4th Street, Winterset, Madison County, Iowa, 50273 and the name of the initial registered agent at such address is:

Arthur B. Whitworth

ARTICLE IX

The number of directors constituting the initial board of directors shall be one and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until successors are elected and shall qualify are:

Arthur B. Whitworth, 215 S. 4th Street, Winterset, Iowa 50273.

ARTICLE X

The name and address of the incorporator is:

Arthur B. Whitworth, 215 S. 4th Street, Winterset, Iowa. 50273

ARTICLE XI

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent whatever nor shall the shareholders be held for any corporate liability except to the extent of the value of their shares therein.

ARTICLE XII

Amendments to the articles of incorporation shall be made in the manner as specified in Chapter 496A, Code of Iowa, 1983.

ARTICLE XIII

The corporate seal of the corporation shall consist of a circular design on which is inscribed the name of the corporation, Circle One - Square One, Co. and the words "Corporate Seal, 1985-State of Iowa".

ARTICLE XIIII

The corporate life of this corporation shall begin on the date of the issuance of the certificate of incorporation by the Secretary of State of the State of Iowa, and shall have perpetual succession unless dissolved by the provisions of Chapter 496A, Code of Iowa, 1983.

Dated this 11th day of January, 1985.

Arthur B. Whitworth
(Arthur B. Whitworth)

#3. Articles of Incorporation

STATE OF IOWA :
: SS
MADISON COUNTY :

On this 11th day of January, A.D., 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Arthur B. Whitworth, to me known to be the identical person named in and who executed the aforegoing instrument, and acknowledged that he executed the same as his voluntary act and deed.

Dean R. Nelson
Notary Public in and for the
State of Iowa.

DEAN R. NELSON SEAL Iowa NOTARIAL SEAL

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book O-44 Page 425 January 21 1985
Expires perpetual Cert No. C01548 Receipt No. [illegible]
Filed By Arthur Whitworth, 215 S. 4th St. Winterset, Ia. 50273
Filing Fee 50.00 Recording Fee ..... Mary [illegible] Secretary of State