Madison Co.

MAILED

OCT 4 1982

Compared

ARTICLES OF INCORPORATION

OF

C.L. CUSHMAN, INC.

FILED NO. 488
BOOK 34 PAGE 327
1982 OCT 11 PM 2:01
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $9.00

The undersigned person, acting as incorporator of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, 1981, hereby adopts the following Articles of Incorporation:

1982 SEP 27 PM 4:07
SECRETARY OF STATE
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ARTICLE I

The name of the corporation is C.L. Cushman, Inc.

ARTICLE II

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

ARTICLE III

The corporation is authorized to issue five thousand (5,000) common shares, with no par value.

ARTICLE IV

The annual meeting of the shareholders shall take place at the principal place of business on the anniversary date of the incorporation. At every meeting of the shareholders, every shareholder of common stock shall be entitled to one (1) vote for each common stock standing in that person's name on the books of the corporation.

ARTICLE V

The address of the initial registered officer of the corporation is 809 Oak Street, Earlham, Iowa, and the name of the initial agent at such address is Charles L. Cushman.

ARTICLE VI

That the number constituting the initial Board of Directors is two (2). The names and addresses of the persons who are to

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serve as Directors until the first annual meeting of the shareholders, or until their successors are elected and qualify are:

Charles L. Cushman, 809 Oak Street, Earlham, Iowa 50072
Dorothy J. Cushman, 809 Oak Street, Earlham, Iowa 50072

ARTICLE VII

The name and address of each incorporator is:

Charles L. Cushman, 809 Oak Street, Earlham, Iowa 50072

ARTICLE VIII

That the corporate existence shall commence upon the issuance of a Certificate of Incorporation by the Secretary of State of Iowa, and shall be perpetual.

ARTICLE IX

The transfer sale of any stock by a stockholder must be preceded by a prior offer to the other stockholders to transfer or sell stock to the other stockholders. In the case a stockholder desires to sell his shares of stock, he must first offer them for sale to the remaining shareholders as it is the intention to give the shareholders a preference in the purchase of said shares and any attempted sale in violation of this provision is null and void. A stockholder desiring to sell his shares must comply with the conditions for transfer set forth in the By-Laws of the Corporation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 27th day of September, 1982.

Charles L. Cushman
CHARLES L. CUSHMAN, Incorporator

STATE OF IOWA :
:ss
COUNTY OF WARREN:

On the 27th day of September, 1982, before me, the undersigned Notary Public in and for the said County and State,

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personally appeared Charles L. Cushman, to me known to be the identical person named in, and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same as his voluntary act and deed.

MY COMMISSION EXPIRES
5-3-83

Mason J. Ouderkirk, Notary Public
in and for the State of Iowa

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book A-40, Page 564 Sept 27 19 82
Expires Perpetual, Cert. No. 126038, Receipt No. —
Filed By Ouderkirk Law Firm, Indianola, Ia 50125
Filing Fee $5.00 Recording Fee ++
Mary Jane Odell Secretary of State

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