Madison Co.

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MAILED
OCT 8 1982

ARTICLES OF INCORPORATION

OF

HARPOLE SALES AND SERVICE, INC.

FILED
1982 OCT -1 PM 2:25
SECRETARY OF STATE
FILED

To: The Secretary of State
of the State of Iowa:

I, the undersigned, acting as incorporator of a corporation under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, 1981, as amended, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name of Corporation

The name of the corporation is HARPOLE SALES AND SERVICE, INC.

Compared

ARTICLE II

Duration

The corporation shall have perpetual duration.

FILED NO. 502
BOOK 34 PAGE 333
1982 OCT 12 AM 8:30
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $15.00

ARTICLE III

Purposes and Powers

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

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PAGE ✓

695

ARTICLE IV

Stock

The aggregate number of shares which the corporation is authorized to issue is One Hundred Thousand (100,000) shares, consisting of a single class, and of a single series. Each share 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 is 721 E. Lane, Winterset, Iowa 50273; and the name of the initial registered agent at such address is Marshall G. Harpole.

ARTICLE VI

Directors

The number of Directors constituting the original Board of Directors is Two (2), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successsors are elected and qualified are:

Marshall G. Harpole	R.R. 3, Box 193 Winterset, Iowa 50273
Georgia L. Harpole	R.R. 3, Box 193 Winterset, Iowa 50273

ARTICLE VII

Officers

The name and addresses of the persons who are to serve as officers until the first meeting of the Board of Directors are:

Office	Name	Address
President	Marshall G. Harpole	R.R. 3, Box 193 Winterset, Iowa 50273
Secretary and Treasurer	Georgia L. Harpole	R.R. 3, Box 193 Winterset, Iowa 50273

ARTICLE VIII

Incorporator

The name and address of the Incorporator is Marshall G. Harpole, R.R. 3, Box 193, Winterset, Iowa 50273.

ARTICLE IX

Corporate Existence

Pursuant to Section 496A.49 (12) of the Code of Iowa, 1975, as amended, the incorporator hereby elects to have the corporate existence begin on the date of incorporation.

ARTICLE X

Organizational Meeting of Board

The President of the corporation shall call an organizational meeting of the Board of Directors, as named in these Articles, to be held within twenty (20) days after the issuance of the Certificate of Incorporation, for the purpose of adopting Bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XI

Voting Rights

Each outstanding share of stock shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders. The cumulative method of voting shall not be allowed.

ARTICLE XII

Pre-Emptive Rights

The Shareholders shall not have the pre-emptive right to acquire additional shares of the corporation, either as to treasury shares, or authorized, but unissued, shares of the corporation.

ARTICLE XIII

Bylaws

Bylaws may be adopted for the coroporation by the Board of Directors and/or by the Shareholders in lawful and proper meeting assembled. Any and all Bylaws adopted by the Shareholders shall be superior to and shall prevail over Bylaws adopted by the Board of Directors.

ARTICLE XIV

Quorum

Fifty percent (50%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the Shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the

meeting and entitled to vote on the subject matter shall be the act of the Shareholders unless the vote of a greater number is required by the Iowa Business Corporation Act.

Date at Winterset, Iowa, this 1st day of October, 1982.

/s/ Marshall G. Harpole
Incorporator

STATE OF IOWA)
) SS:
COUNTY OF ~~POLK~~ Madison)

On this 1st day of October, 1982, before me, a Notary Public in and for the State of Iowa, personally appeared Marshall G. Harpole to me personally known to be the person named in and who executed the foregoing instrument, and acknowledged to me that he executed the same as his voluntary act and deed.

JO ANN ALLEN
Iowa
NOTARIAL SEAL

Jo Ann Allen
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 695, Oct. 1, 1982
Expires Perpetual, Cert. No. 126176, Receipt No. —
Filed By Marshall G. Harpole 721 E. Jane, Winterset, Ia. 50273
Filing Fee 50.00 Recording Fee — Mary Jane Odell Secretary of State