Compared

FILED NO. 779
BOOK 34 PAGE 375
1982 DEC -6 PM 3:47
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $3.00

CITY OF ST. CHARLES, IOWA

RESOLUTION NO. 11A-82

A RESOLUTION PROVIDING FOR MEMBERSHIP

IN

THE IOWA MUNICIPAL WORKERS' COMPENSATION ASSOCIATION

AND FOR

PARTICIPATION IN THE WORKERS' COMPENSATION FUND ESTABLISHED THEREUNDER

WHEREAS, the city is required to make payment for workers' compensation, and the employer liability claims related to workers' compensation of its employees injured in the line and scope of their duties; and

WHEREAS, the laws of the State of Iowa permit cities to meet this obligation by jointly forming an association to pool the risks of workers' compensation; and

WHEREAS, the Iowa Municipalities Workers' Compensation Association is such an association and the Workers' Compensation Fund established thereunder is a group self-insurance fund for workers' compensation and employer liability related to workers' compensation, and is available to member cities of the League of Iowa Municipalities; and

WHEREAS, it is desirable for the city to join the Association and participate in the fund in order to more efficiently provide coverage for workers' compensation and employer liability related to workers' compensation.

NOW, THEREFORE, BE IT RESOLVED that the city join the Iowa Municipalities Workers' Compensation Association and participate in the Workers' Compensation Fund established thereunder; and that the mayor and the city clerk are hereby authorized to execute the documents necessary for the city to join and participate therein.

Passed this 1st day of November, 1982.

Mayor LARRY CHASE (Print or Type) — Larry Chase (Signature) — 11-13-82 (Date)

I hereby certify that this reolsution was properly adopted.

City Clerk Janet Lea Downs (Print or Type) — Janet Lea Downs (Signature) — 11-1-82 (Date)

CITY OF ST. CHARLES MAYOR MADISON COUNTY

SEAL

Compared

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CITY OF ST. CHARLES
MAYOR
MADISON COUNTY

SEAL

EXHIBIT "A"

The Southeast Quarter (¼) of the Southwest Quarter (¼) and the South Half (½) of the Southeast Quarter (¼) of Section Thirteen (13), except a tract commencing on the center line of public highway #169 at a point 663.7 feet North of the Southeast corner of the Southwest Quarter (¼) of the Southeast Quarter (¼) of said Section, thence North 89°20' West, 266 feet, thence Southerly at right angle to preceding course 164.7 feet, thence Easterly 268 feet to center line of said public highway, thence Northerly along said center line 168.3 feet to point of beginning, containing 1.02 acres more or less; and the Northwest Quarter (¼) of the Northeast Quarter (¼) and the East Half (½) of the Northwest Quarter (¼) of Section Twenty-four (24); in Township Seventy-seven (77) North, Range Twenty-eight (28) West of the 5th P.M.; and a tract of land off the West side of the Fractional Southwest Quarter (¼) of the Southwest Quarter (¼) of Section Eighteen (18), in Township Seventy-seven (77) North, Range Twenty-seven (27) West of the 5th P.M., Madison County, Iowa, being 46 rods and 8 feet wide on the South end and 46 rods and 15 feet wide on the North end thereof.

EXHIBIT "A-1"

A tract of land off the West side of the Fractional Southwest Quarter (¼) of the Southwest Quarter (¼) of Section Eighteen (18), in Township Seventy-seven (77) North, Range Twenty-seven (27) West of the 5th P.M., Madison County, Iowa, being 46 rods and 8 feet wide on the South end and 46 rods and 15 feet wide on the North end thereof;

or

The West 23 Acres of the Southwest Fractional Quarter (¼) of the Southwest Fractional Quarter (¼) of Section Eighteen (18) in Township Seventy-seven (77) North, Range Twenty-seven (27) West of the Fifth P.M., Madison County, Iowa;

or

The West 23.35 Acres of the Southwest Quarter (¼) of the Southwest Quarter (¼) of Section Eighteen (18) in Township Seventy-seven (77) North, Range Twenty-seven (27) West of the Fifth P.M., Madison County, Iowa.

Compared

STATE OF IOWA, MADISON COUNTY, ss.

Inst. No. 812 Filed for Record this 14 day of December 19 82 at 8:30 AM
Book 34 Page 378 Recording Fee $12.00 Mary E. Welty, Recorder, By Shirley L. Henry Deputy

ARTICLES OF INCORPORATION
OF
GREEN HILLS, INC.

We, the undersigned persons, acting as incorporators of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, hereby adopt the following Articles of Incorporation for such corporation:

1983 MAR-6 AM 8:25 RECEIVED

ARTICLE I.

The name of the corporation is Green Hills, Inc.

ARTICLE II.

The corporation shall have unlimited power to engage in, and to 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 authority to issue is one thousand (1,000) shares of par value of $100.00 each.

ARTICLE IV.

The address of the initial registered office of the corporation is Highways 169 and 2 in the City of Mount Ayr, County of Ringgold, Iowa and the name of its initial registered agent at such address is Merton C. Knapp.

ARTICLE V.

The number of directors constituting the initial 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 successors are elected and shall qualify are:

Name	Address
Merton C. Knapp	R.F.D., Redding, Iowa
Rex Galloway	800 N. Taylor St., Mount Ayr, Iowa

ARTICLE VI.

The name and address of each incorporator is:

Name	Address
Merton C. Knapp	R.F.D., Redding, Iowa
Rex Galloway	800 N. Taylor St., Mount Ayr, Iowa

ARTICLE VII.

The officers who shall serve until the first annual meeting of the directors or until their successors are elected and shall qualify are:

President	Merton C. Knapp
Vice President	Rex Galloway
Secretary	Yvonne Galloway
Treasurer	Yvonne Galloway

Dated March 4, 1969.

Merton C. Knapp
Merton C. Knapp

Rex Galloway
Rex Galloway
Incorporators

STATE OF IOWA
SS
COUNTY OF UNION

On this 4th day of March A. D. 1969, before me, personally appeared Merton C. Knapp and Rex Galloway, to me known to be the persons named in and who executed the foregoing articles of incorporation, and acknowledged that they executed the same as their voluntary act and deed.

EDWARD T. HARVEY, JR. • Iowa • OFFICIAL SEAL

Edward T. Harvey Jr.
Notary Public in and for Said County and State.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa
This instrument recorded in Book F-24 Page 349 March 6 1969
Examined Departural Corp. No. 44492 Receipt No.
Filed by Bubbie McLaughlin Deputy Creston, Iowa
Filing Fee $20.00 Recording Fee 1.00
Secretary of State

350

STATEMENT OF CHANGE OF REGISTERED OFFICE,
OF REGISTERED AGENT, OR BOTH,
OF

_____

To the Secretary of State
of the State of Iowa:

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned corporation, organized under the laws of the State of Iowa, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Iowa:

I. The name of the corporation is Green Hills Inc

II. The address of its existing registered office as reflected in the records of the Secretary of State is
Mount Ayr Iowa 50854
(Old Address)

*III. The address to which its registered office is to be changed is:
Highway 169 S
Mount Ayr Iowa 50854
(New Address)

IV. The name of its existing registered agent as reflected in the records of the Secretary of State is Merton C. Kaapp

V. The name of its successor registered agent is
Ray Galloway
(New Agent)

VI. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

VII. Such change was authorized by resolution duly adopted by its board of directors.

Dated December 21 19 75.

(Signed) Green Hills, Inc.
By: [signature]
Its President or Vice President

State of Iowa)
Ringgold County)

I, Vice President - Ray Galloway, being first duly sworn on oath, depose and state that I am the Vice President of Green Hills Inc, and that I executed the foregoing instrument as Vice President of the corporation, and that the statements contained therein are true.

(Signed) [signature]

Subscribed and sworn to before me this 1st day of Dec
A. D. 19 75.

[signature]
Notary Public in and for Ringgold County.

DOMESTIC FEE: $1.50
FOREIGN FEE: $1.00
*If the registered office is being changed from one county to another a duplicate ORIGINAL must be filed.

450

FEB 1 1 42 PM '76
SECRETARY OF STATE
RECEIVED

OFFICE OF THE SECRETARY OF STATE
Filed for record in Book A-35 Page 450. February 1, 1976
at 1:42 o'clock P.M.
Certificate No. 82709
Green Hills, Inc. Mount Ayr, Iowa
Recording Fee $1.50
Secretary of State

Nelson

MAILED

NOV 1 9 1982

A179520

RECEIVED

STATEMENT OF CHANGE
OF REGISTERED OFFICE AND REGISTERED AGENT

Nov 15 10 04 AM '82

SECRETARY OF STATE

TO: SECRETARY OF STATE OF THE STATE OF IOWA

Pursuant to Section 496A.12 of the 1981 Code of Iowa, Green Hills, Inc. hereby submits the following statement for the purpose of changing its registered office or registered agent in the State of Iowa:

1. The name of the Corporation is "Green Hills, Inc."

2. The address of its present registered office is "Highway #69 & 2, Mt. Ayr, Iowa 50854".

3. The Corporation's registered office is to be changed to:

Webster, Jordan, Oliver & Walters
Farmers & Merchants State Bank Building
Winterset, Iowa 50273

4. The name of the Corporation's present registered agent is Rex Galloway.

5. The name of the Corporation's successor registered agent is G. Stephen Walters.

6. The address of the Corporation's registered office and the address of the business office of its registered agent will be identical.

7. The changes in registered office and registered agent set forth above have been authorized by a resolution duly adopted by the corporation's Board of Directors.

GREEN HILLS, INC.

By William D. Burdick, President

STATE OF IOWA ILLINOIS
ss
DuPAGE COUNTY:

I, William D. Burdick, after first being duly sworn upon oath, depose and state that I am the President of Green Hills, Inc., that I have read the foregoing Statement, that I have executed it as President of the Corporation, and that the statements contained therein are true and correct as I verily believe.

William D. Burdick

Subscribed and sworn to before me on this 5 day of November, 1982.

Notary Public in and for the State of Illinois
County and State

OFFICIAL SEAL
DOROTHY E. [illegible]
NOTARY PUBLIC, STATE OF ILLINOIS
DuPAGE CO., ILL.
MY COMMISSION EXPIRES [illegible]

RECEIVED THE SECRETARY OF STATE
Nov. 15 1982
6-40 IN 36897
Articles of Incorporation
Webster, Jordan, Oliver & Walters Farmers & Merchants State Bank Bldg. Winterset, Iowa 50273
Fee $5.00

STATE OF IOWA
Secretary of State Office
3578

I hereby certify that this is a true and complete document(s) to which the seal is affixed as filed in this office beginning 6th day of March 1969 to and including the date below.

DATED December 10 1982

Mary Jane Odell
Secretary of State

BY: Peggy L. Spencer

This certification stamp replaces our previous certification system.

STATE OF IOWA SECRETARY OF STATE SEAL 1846