Compared

A 74183

FILED NO. 1151
BOOK 32 PAGE 288
1978 DEC -4 AM 11:23
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee 9.00

ARTICLES OF INCORPORATION OF SABETHA CARE CENTER, INC.

RECEIVED
'78 NOV 13 PM 12 45
SECRETARY OF STATE
IOWA

The undersigned Incorporator of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa (1977), does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I.
NAME OF THE CORPORATION

The name of the corporation shall be Sabetha Care Center, Inc.

ARTICLE II.
PURPOSES

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be organized under such Act.

ARTICLE III.
AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is 1,000,000 shares of Common Stock par value $1.00. Each share shall have equal rights with each other share in respect of dividends, voting and in liquidation.

ARTICLE IV.
REGISTERED OFFICE OF AGENT

The address of the initial registered office of the corporation is Winterset, Iowa 50273, and the name of the initial registered agent at such address is B. W. Farlow.

ARTICLE V
BOARD OF DIRECTORS

The number of directors constituting the initial Board of

Directors is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
B. W. Farlow	Winterset, Iowa
James M. kearns	Springfield, Missouri
Frank Farlow	Winterset, Iowa

ARTICLE VI.
AMENDMENTS

The corporation reserves the right from time to time to amend, alter, repeal or to add any provision to its Articles of Incorporation, in the manner now or hereafter prescribed by law. At any meeting of the shareholders at which a proposed amendment is duly submitted in the manner prescribed by law, modifications or revisions of such proposed amendment may be submitted, voted upon and adopted at such meeting in the same manner and to the same effect as the original proposed amendment.

ARTICLE VII.
BY-LAWS

The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal by the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

ARTICLE VIII.
RESTRICTING TRANSFER OF SHARES

The By-Laws may contain any provisions restricting the transfer of shares.

ARTICLE IX.
OFFICERS

Until the election and qualification of their successors, the following shall serve as officers of the corporation:

President.....B. W. Farlow

Vice President.....James M. Kearns

Secretary.....Frank Farlow

Treasurer.....B. W. Farlow

ARTICLE X.
EXECUTION OF WRITTEN INSTRUMENTS

All instruments executed by the corporation in writing, which are acknowledged, and which affect an interest in real estate, shall be executed by the President of the corporation and by the Secretary of the corporation, or otherwise executed as provided by specific resolution of the Board of Directors. All other instruments executed by the corporation, including but not limited to release of mortgages or liens, shall be executed by the President or Secretary of the corporation or otherwise executed as provided by specific resolution of the Board of Directors.

ARTICLE XI.
INCORPORATOR

The name and address of the Incorporator is:

NAME	ADDRESS
B. W. Farlow	Winterset, Iowa

IN WITNESS WHEREOF, the aforesaid Incorporator has caused the execution of the foregoing Articles of Incorporation on this 7th day of November, 1978.

x B. W. Farlow
B. W. FARLOW

STATE OF IOWA)
) SS:
COUNTY OF ADAIR)

On this 7th day of November, 1978, before me, a Notary Public in and for the State of Iowa, personally appeared B. W. Farlow, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed.

W. CARLES
Iowa
NOTARIAL

Notary Public in and for the State of Iowa

616

OFFICE OF THE SECRETARY OF STATE
This instrument recorded in Book 2 Page 34
Expires
Filed By
Filing Fee
Recording Fee