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BOOK 31 PAGE 63

1976 MAR 17 AM 10:30

MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

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ARTICLES OF INCORPORATION

RECEIVED

of

BREEDING HARDWARE INC. '76 MAR 1 AM 9 01

The undersigned, acting as incorporators of a corporation under the Iowa Business Corporation Act under Chapter 496A of the Code of Iowa (1975), adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the Corporation shall be BREEDING HARDWARE INC.

ARTICLE II.

PURPOSES

The purpose for which the corporation is organized is to engage in and do any lawful acts concerning any and all lawful business for which corporations may be organized under Chapter 496A, Code of Iowa (1975), as amended, known as the Iowa Business Corporation Act, and as said statute may hereafter be amended.

ARTICLE III.

AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is 2500 shares of common stock with a par value of One Hundred ($100.00) Dollars. Each share shall have equal rights with each other share in respect of dividends, voting and in liquidation.

ARTICLE IV.

BY-LAWS

The initial By-laws of the corporation shall be adopted by its Board of Directors. The Board of Directors shall have the power to alter, amend or repeal the by-laws or adopt new by-laws. The by-laws adopted by the Directors may contain any provision restricting the transfer of shares.

ARTICLE V.

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation

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is 54 Court Avenue, Winterset, Madison County, Iowa 50273 and the name of the initial registered agent at such address is Larry J.Breeding.

ARTICLE VI.

DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is four (4), but the number of Directors may be increased or decreased by action of the shareholders. 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 have qualified are:

C. FARRIS BREEDING, 215 E. High St., Winterset, Iowa 50273
LOIS E. BREEDING, 215 E. High St., Winterset, Iowa 50273
LARRY J. BREEDING, 621 E. Court Ave., Winterset, Iowa 50273
RICHARD G. BREEDING, 509 W. Green St., Winterset, Iowa 50273

ARTICLE VII.

PREEMPTIVE RIGHTS

The shareholders shall have the preemptive right to acquire the additional shares of the Corporation, both as to the treasury shares and authorized but unissued shares.

ARTICLE VIII.

INCORPORATORS

The incorporators of this corporation are:

LARRY J. BREEDING, Winterset, Iowa 50273
C. FARRIS BREEDING, Winterset, Iowa 50273

ARTICLE IX.

CORPORATE EXISTENCE

The date of the corporate existence shall begin on the date the Secretary of State issues the certificate of incorporation.

IN WITNESS WHEREOF, the aforesaid incorporators have caused the execution of the foregoing Articles of Incorporation on this 25th day of February, 1976.

Larry J. Breeding
LARRY J. BREEDING

C. Farris Breeding
C. FARRIS BREEDING

STATE OF IOWA)
) ss
MADISON COUNTY)

On this 25th day of February, 1976, before me, Beth Flander,

a Notary Public in and for said County and said State, personally appeared Larry J. Breeding and C. Farris Breeding to me known to be the persons who are named in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed the same as their voluntary act and deed.



Beth Flander
BETH FLANDER, NOTARY PUBLIC.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book W-30 Page 107 March 1, 1976
Expires Perpetual Cert. No. 79410 Receipt No. —
Filed By Flander and Cooper, Attys. Dow City, Iowa 51533
Filing Fee $20.00 Recording Fee $5.00 Secretary of State