IND. ✓ REC. ✓ PAGE ✓ MISC. REC: 30 BOOK 490 PAGE 510

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FILED NO. 1877
BOOK 30 PAGE 544

1974 NOV 20 AM 10:28

MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

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INST. NO. 5021
POLK COUNTY, IOWA
FILED FOR RECORD
AT 8:57 FEB 17 1971 A.M. P.M.
KENNETH W. FENTON, RECORDER
BY S. Howe Deputy

50

# ARTICLES OF INCORPORATION OF NORTH RIVER DEVELOPMENT CO.

To the Secretary of State
of the State of Iowa:

The undersigned, acting as incorporator of a corporation under the Iowa Business Corporation Act (Chapter 496A, Code of Iowa [1966]) hereby adopts the following Articles of Incorporation:

RECEIVED
1971 JAN 29 AM 8:47
SECRETARY OF STATE
IOWA

## ARTICLE I

### Name of Corporation

The name of the corporation is North River Development Co.

## ARTICLE II

### Duration

This corporation shall have perpetual duration.

## ARTICLE III

### Purpose and Powers

This 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.

## ARTICLE IV

### Stock

The aggregate number of shares which the corporation is authorized to issue is Ten Thousand (10,000) shares, consisting of a single class, and of a single series. Each share shall have a par value of One Hundred Dollars ($100.00).

## ARTICLE V

### Registered Office and Agent

The address of the initial registered offices of the corporation is Tenth Floor - Hubbell Building, Des Moines, Iowa 50309, and the

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name of the initial registered agent at such address is Drew R. Tillotson.

ARTICLE VI

Directors

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 the shareholders, or until their successors are elected and qualified are:

| | |
|---|---|
| Drew R. Tillotson | Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |
| Karla B. Tillotson | Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |

ARTICLE VII

Officers

The names and addresses of the persons who are to serve as officers until the first annual meeting of the Board of Directors, or until their successors are elected and qualified are:

| OFFICE | NAME AND ADDRESS |
|---|---|
| President | Drew R. Tillotson, Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |
| Vice President | Karla B. Tillotson, Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |
| Secretary | Karla B. Tillotson, Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |
| Treasurer | Drew R. Tillotson, Tenth Floor - Hubbell Building, Des Moines, Iowa 50309 |

ARTICLE VIII

Incorporator

The name and address of the sole incorporator is:

| | |
|---|---|
| DREW R. TILLOTSON | Tenth Floor - Hubbell Building Des Moines, Iowa 50309 |

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ARTICLE IX

Pre-Emptive Right

The shareholders shall have the pre-emptive right to acquire additional shares of the corporation as to both treasury shares, or authorized, but unissued, shares of the corporation.

ARTICLE X

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 be employed at all elections of directors.

ARTICLE XI

Bylaws

The initial Bylaws shall be adopted for the corporation by the Board of Directors. The Bylaws may contain provisions restricting the transfer of shares.

DATED at Des Moines, Iowa, this 28th day of January, 1971.

NORTH RIVER DEVELOPMENT CO.

By Drew R. Tillotson
Drew R. Tillotson

STATE OF IOWA )
) SS
COUNTY OF POLK)

On this 28th day of January, 1971, before me, a Notary Public, personally appeared Drew R. Tillotson, and being the person who executed the foregoing instrument, acknowledged that he executed the same as his voluntary act and deed.

Dianne Nelson
Notary Public in and for Polk County, Iowa.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book U-25, Page 654, January 29 1971
Expires Perpetual, Cert. No. 52246, Receipt No. —
Filed By Paymaster, Goode, McLaughlin, Conway & O'Brien, Des Moines,
Filing Fee 20.00 Recording Fee 1.50 Secretary of State

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