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FILED NO. 1622
BOOK 29 PAGE 508
1971 DEC -6 AM 9:43
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

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IOWA

# ARTICLES OF INCORPORATION OF POLAND-GRIFFITH OIL CO., INC.

I, the undersigned individual, acting as incorporator of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, do hereby adopt the following Articles of Incorporation for such corporation:

## ARTICLE I

The name of this corporation shall be POLAND-GRIFFITH OIL CO., INC., and the corporation's existence shall begin on the date the Secretary of State of the State of Iowa issues a charter, and shall exist for a perpetual period, unless sooner dissolved by a two-thirds (2/3) vote of all the stockholders at any annual or at any special meeting called for that purpose or by unanimous consent as provided by law.

## 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 authorized capital stock of this corporation is Three Hundred Thousand Dollars ($ 300,000.00) divided into thirty thousand (30,000) shares of the par value of Ten Dollars ($ 10.00) each, all of which shall be common stock of the corporation with equal voting power. Owners of common stock shall be entitled to one vote for each share owned at all annual and special meetings of the stockholders of the corporation. Voting by proxy is expressly authorized.

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The capital stock hereby authorized may be increased by a vote of two-thirds (2/3) in interest of all stockholders, by adoption of an amendment to these Articles. When outstanding stock is increased, the additional shares shall be offered to the existing stockholders proportionately to their holdings at not less than par. Fractional shares may be issued.

ARTICLE IV

The address of the initial registered office of the corporation is 109 East Court Avenue, Winterset, Iowa, and the name of its initial registered agent at such address is Paul L. Griffith.

ARTICLE V

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successors are elected and have qualified is Paul L. Griffith, 109 East Court Avenue, Winterset, Iowa.

ARTICLE VI

The name and address of the original incorporator of the corporation is Paul L. Griffith, 109 East Court Avenue, Winterset, Iowa.

ARTICLE VII

All conveyances of real property made by the corporation, including mortgages, leases and other limited types of conveyances in addition to deeds, and all releases of mortgages, liens, judgments or other claims that are required by law to be made of record, and any other instruments affecting or relating to real estate, may be executed by the President or Vice President together with the Secretary or the Treasury of the corporation.

Dated at Winterset, Iowa, this 17th day of November, 1971.

Paul L. Griffith

Paul L. Griffith, Incorporator

STATE OF IOWA }
COUNTY OF MADISON } SS

On this 17 day of November, 1971, before me, a Notary Public in and for the State of Iowa, personally appeared Paul L. Griffith, to me known to be the person named in and and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same as his voluntary act and deed.

NOTARIAL SEAL

Notary Public in and for the
State of Iowa

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa
This instrument recorded in Book L-26, Page 339, November 19 1971
Expires Perpetual, Cert. No. 56339, Receipt No. —
Filed By Sidney B. Smith and Co., CPA, Des Moines, Iowa 50312
Filing Fee $20.00 Recording Fee $1.50 Melvin D. Synhorst Secretary of State