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FILED NO. 1695
BOOK 29 PAGE 517
1971 DEC 20 PM 2:02

MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

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SECRETARY OF STATE
IOWA

ARTICLES OF INCORPORATION
OF
CITY-COUNTY GUIDE CORPORATION

BE IT KNOWN BY THESE ARTICLES: That, Dexter Lee Struble, the undersigned person acting as incorporator of a corporation organized under Chapter 496A, Code of Iowa, 1966, hereby adopts the following Articles of Incorporation;

ARTICLE I.

The name of the corporation is CITY-COUNTY GUIDE CORPORATION.

ARTICLE II.

The corporation shall have unlimited power to engage in or do any lawful act concerning any and all lawful business for which corporations may be organized under this chapter.

ARTICLE III.

The aggregate number of shares which the corporation shall have authority to issue is four hundred shares which are to consist of one class only and that all such shares are to be without par value.

ARTICLE IV.

When the board of directors so determine, the issuance of any treasury stock shall first be offered at the price set by the directors pro rata to the present stockholders of the corporation and no shareholder shall be denied this pre-emptive right.

ARTICLE V.

Any shareholder desiring to sell, transfer or alienate any or all of his shares of stock of the corporation shall first offer such stock to the other shareholders and the corporation before a shareholder is free to transfer his stock without any restriction.

ARTICLE VI.

The officers of this corporation shall be a president, a vice-president, a secretary and a treasurer and such other officers as shall be provided for in the by-laws, one person may hold two or more offices at the same time. All conveyances and mortgages of real property made by the corporation shall be executed by the president and countersigned by the secretary, and all releases of mortgages, liens, judgments or other claims that are required to be made of record may be executed by the president, vice-president, or secretary of the corporation.

#2. Articles of Incorporation

ARTICLE VII.

The annual meeting of the stockholders shall be held at the office of the corporation on the 1st day of December of each year beginning with the year 1971 at which time the stockholders shall elect a board of directors and transact such other business as may lawfully come before them.

ARTICLE VIII.

The address of the initial registered office of the corporation is, 922 Walnut Street, Earlham, Iowa, and the name of the initial registered agent at such address is:

Dexter Lee Struble.

ARTICLE IX.

The number of directors constituting the initial board of directors shall be one and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until successors are elected and shall qualify is:

Dexter Lee Struble, Earlham, Iowa.

ARTICLE X.

The name and address of each corporator is:

Dexter Lee Struble, Earlham, Iowa.

ARTICLE XI.

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent whatever nor shall the shareholders be held for any corporate liability except to the extent of the value of their shares therein.

ARTICLE XII.

Amendments to the articles of incorporation shall be made in the matter as specified in Chapter 496A, Code of Iowa, 1966.

ARTICLE XIII.

The corporate seal of the corporation shall consist of a circular design on which is inscribed the name of the corporation, City-County Guide Corporation, and the words "Corporate Seal, 1971 - State of Iowa".

ARTICLE XIV.

The corporate life of this corporation shall begin on

#3. Articles of Incorporation

the date of the issuance of the certificate of incorporation by the Secretary of State, of the State of Iowa, and shall have perpetual succession unless dissolved by the provisions of Chapter 496A, Code of Iowa, 1966.

Dated this 17th day of November A.D., 1971.

Dexter Lee Struble
(Dexter Lee Struble)

STATE OF IOWA :
: SS
MADISON COUNTY :

On this 17th day of November, 1971, before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared Dexter Lee Struble, to me known to be the identical person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.



Dean R. Nelson
(Dean R. Nelson)
Notary Public in and for said County and State.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa
This instrument recorded in Book M-26, Page 71, December 3 19 71
Expires Perpetual, Cert. No. 56502, Receipt No. —
Filed By Dean R. Nelson Des Moines Iowa 50312
Filing Fee 20.00 Recording Fee 1.50 Secretary of State