Dated this 26 day of October, 1961.

Murl B. Hamilton

Subscribed and sworn to before me this 26 day of October, 1961.

(Notarial Seal) Jno. N. Hartley Notary Public in and for Madison County, Iowa.

The undersigned, Murl B. Hamilton holder of the record title to and the party in possession of the above described real estate asks the County Recorder to record the above Affidavit in support of his title to said real estate.

Murl B. Hamilton

CERTIFICATE OF RECORD

I, Mary E. Welty, Recorder of Madison County, Iowa, do hereby certify that the foregoing Affidavit was filed in my office by the owner in possession of the real estate above described in accordance with the provisions of Section 614.17 of the Code of Iowa.

COMPARED

Mary E. Welty
Recorder of Madison County, Iowa.

Winterset Art Center
To
The Public

#4095

Fee $5.50 VJS

Filed for record the 2 day of November A. D. 1961 at 9:45 o'clock A. M.
Mary E. Welty, Recorder
Shirley G. Henry, Deputy

ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together as a body corporate not for pecuniary profit pursuant to the provisions of Chapter 504 of the 1958 Code of Iowa, and Acts amendatory thereto, and we do hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of this Corporation shall be the Winterset Art Center.

ARTICLE II.

The principal place of business of the corporation shall be Winterset, Iowa.

ARTICLE III.

This Corporation shall commence on the day designated by the Secretary of State of Iowa on the Certificate of Incorporation issued by him, and shall continue for a term of fifty (50) years thereafter.

ARTICLE IV.

The purpose of the Corporation is:

1. To provide instruction and a space in which to work for people who desire to express themselves in the area of art.

2. To encourage a greater appreciation of art on the part of the members and the community.

3. To have a continuous art program available to people in our community and such others as may be authorized in the by-laws of the Corporation.

ARTICLE V.

The powers of the Corporation shall be as follows:

(a) To own and hold and/or lease, purchase, mortgage, sell or otherwise dispose of in its name real or personal property, to be used and disposed of only in the interest of the Corporation and in furtherance of its objects; and the Corporation shall operate as a non-profit enterprise; to borrow money, perform or contract for the performance by others of any work or service deemed necessary or desirable in carrying on or furthering the purposes of the Corporation, and in the upkeep improvement or preservation of the Corporations property interests;

(b) To promulgate rules and regulations governing the rights and activities of its members in their use of the Corporation's facilities; and

(c) To carry on all other business not specifically herein above mentioned and not inconsistent with law in furtherance of the above stated purposes

ARTICLE VI

The board of directors shall have power to conduct all affairs of the Corporation. The

number of the board of directors shall not be less than 5 nor more than 11. The board of directors shall elect a chairman, a vice chairman, a secretary, a treasurer and such other officers and executive committees as said board of directors may see fit or as may be provided by the by-laws of the Corporation. The board of directors hereinafter named shall continue in office until such time as they are replaced in the manner provided in the by-laws.

ARTICLE VII

The time for holding the annual meeting of the Corporation shall be the 4th Saturday in January of each year at 8:00 P. M. of said day at the principal place of business of the Corporation in Winterset, Iowa.

Until the annual meeting in January, 1962, the following persons shall be directors, to-wit:

Dale Callison - Winterset, Iowa
Ralph Cline - Winterset, Iowa
Dorothy Good - Winterset, Iowa
Joe Graham - Winterset, Iowa
June Kaser - Winterset, Iowa
Elton King - Winterset, Iowa
Ethelee Osborn - Winterset, Iowa
Keith Sawyer - Winterset, Iowa
Don Thomas - Winterset, Iowa
Jennie Thrift - Winterset, Iowa

and the following shall be officers:

Chairman - June Kaser
Vice-Chairman - Don Thomas
Secretary - Ethelee Osborn
Treasurer - Dale Callison

The annual meeting of the board of directors shall be held on the 4th Saturday of January of each year at 9:00 P. M. on said day at the principal place of business of the Corporation in Winterset, Iowa

ARTICLE VIII

The directors of this Corporation shall be members.

ARTICLE IX

These articles may be amended at any regular meeting or special meeting called for that purpose by the president or secretary or a majority of the board of directors. Notice of any meeting at which it is proposed to amend the articles of incorporation, shall be given by mailing to each member at his last known post-office address at least 10 days prior to such meeting, a notice signed by the secretary setting forth the proposed amendment in substance or by publication of said notice in some weekly newspaper in general circulation in Madison County, Iowa.

ARTICLE X

The Corporation shall have one or more classes of membership. The designation of such classes, voting privileges, qualifications, and rights and method of acceptance of members of each class shall be specified in the by-laws.

ARTICLE XI

The corporation shall not have nor issue shares of stock and shall pay no dividends to its organizers or members, although it may confer benefits upon its members in conformity with its purpose and law.

ARTICLE XII

All of the subscribers of the Articles of Incorporation are of full age and at least a majority of them are citizens of the State of Iowa.

Dated at Winterset, Iowa, this 11 day of October, 1961.

Dale Callison	Winterset, Iowa	Ethel Lee Osborn	Winterset, Iowa
Elton L. King	Winterset, Iowa	Jennie Thrift	Winterset, Iowa
Ralph E. Cline	Winterset, Iowa	Joe Graham	Winterset, Iowa
Donald H. Thomas	Winterset, Iowa	June M. Kaser	Winterset, Iowa
Keith R. Sawyers	Winterset, Iowa	Dorothy Good	Winterset, Iowa

STATE OF IOWA . MADISON COUNTY) ss.

On the 11 day of October, 1961, before me, a Notary Public in and for Madison County, Iowa, personally appeared Dale Callison, Elton L. King, Ralph E. Cline, Donald H. Thomas, Keith R. Sawyer, Ethel Lee Osborn, Jennie Thrift, Joe Graham, June N. Kaser and Dorothy Good, who I personally know to be the persons named in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed the same as their voluntary act and deed.

(Notarial Seal)

Harry F. Anderson Notary Public
in and for Madison County, Iowa

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

COMPARED

This instrument recorded in Book 3-W, Page 337, October 18, 1961 Expires Oct. 18, 2011,
Cert No. 19289, Receipt No. - Filed by Emery Goodenberger, Atty - Winterset, Iowa
Filing Fee $5.00 - Recording Fee - Melvin D. Synhorst Secretary of State

Rebecca R. Darnall
To
Eleanor D. Wallace

#4128
Fee $4.50 VJS

POWER OF ATTORNEY

Filed for record the 6 day of November
A. D. 1961 at 1:00 o'clock P. M.
Mary E. Welty, Recorder
Inst. No. 57472 Polk County, Iowa
Filed For Record At 2 58 Aug 13 1959
Irene H. Maley, Recorder 4.50 P.
Irene H. Maley, Rec.

KNOW ALL MEN BY THESE PRESENTS: That REBECCA R. DARNALL whose home address is 240 College Avenue, Des Moines, Iowa, has made, constituted and appointed, and by these presents does make, constitute and appoint ELEANOR D. WALLACE, 934 Cornell Street, Wilmette, Illinois, my true and lawful attorney-in-fact, for me and in my name, place and stead and on my behalf, generally to act in, manage, control and conduct all my property and affairs of every kind and description, and to do whatever in my said attorney's uncontrolled discretion is advisable with respect thereto as fully and effectually as I myself could do if personally present, with full power of substitution and revocation, hereby authorizing the following specific acts and things, which are, however, set forth only in aid and exemplification of the full and general power hereinabove granted and not in limitation thereof:

1. Personal Property: To purchase, sell, exchange, mortgage, pledge, lease or rent, and in any and every manner deal in and with any and all personal property of every kind whatsoever, tangible or intangible, which I may own or in which I now have or hereafter may acquire, any right, title or interest;

To invest and reinvest, to convert and reconvert, to exchange investments, and to invest funds in any property whether or not owned jointly or in common with any other person, including my attorney-in-fact.

2. Collection and Payment of Accounts, etc., and Transaction of Business Generally: To demand, sue for, recover, receive, compromise, settle, adjust and pay all accounts, legacies, bequests, interest, dividends, annuities, demands, debts, taxes and obligations, which may now or hereafter be due, owing, or payable by or to me, and to carry on and transact every kind of business on my behalf, in my name, or jointly in my name and that of any other party or parties, including my attorney-in-fact;

3. Banking - Safety Deposit Boxes: To deposit and withdraw for any purpose, in or from any bank, building and loan association, trust company or any other financial institution, any funds, checks, negotiable paper, or other credits, which may come into my said attorney's hands, or which I now or hereafter may have on deposit or be entitled to, and to endorse, cash and receive the proceeds of any or all checks, vouchers, or other orders for money; to have access for all purposes to any or all safety deposit boxes or vaults rented in my name or in the names of any other person or persons and myself, with full power to use the same for safekeeping any securities, valuables, or other property and to remove therefrom at any time or from time to time all or any part of the contents of any such box or vault;

4. Stocks and Bonds: To act as my attorney or proxy in respect to, to vote at any special