the City of Chicago, Illinois, and Joseph C. Williams of the City of Kansas City, Missouri are Trustees.

In order to enable said Mortgagor to convey lands no longer necessary to it in the conduct of its business free and clear of the Mortgage without obtaining a formal written release when the consideration received therefor does not exceed Ten Thousand and 00/100 ($10,000.00) Dollars the Mortgage provides in Article IX, Section 2(b), as follows:

"SECTION 2. Except as hereinafter specifically provided in this Section 2, the Company while remaining in possession of the mortgaged property may, without obtaining a release from, action by, or giving notice to the Trustees, and without other action or proceeding on the part of the Company hereunder:

"(b) In the ordinary course of its business sell, exchange or otherwise dispose of, free from the lien of the Mortgage, any buildings, bridges, structures, industrial tracks, side tracks or yard tracks which it has been desirable in the conduct of its business to retire from use, and any land constituting abandoned right of way or station grounds, or industrial sites or other land (with or without improvements thereon) which is no longer useful to the Company, if the consideration received on any such sale or other disposition does not exceed $10,000; provided that if the Company shall receive any cash or other consideration (other than property, which may but need not have a similar substitutional use, and which shall become subject to the lien of the Mortgage) on any such sale or other disposition, it shall from time to time, but at intervals of not more than 6 months, deposit with the Corporate Trustee, or with the trustee or mortgagee of any Prior Lien or Permitted Encumbrance as permitted by the provisions of Section 4 of this Article IX, an amount in cash equal to the cash so received and the fair value to the Company of such other consideration;"

By quitclaim deed dated the 28th day of December, 1967, Chicago, Rock Island and Pacific Railroad Company conveyed unto Reed Soil Service, Inc. certain land situated in Winterset, Iowa, which land had been determined by said Company to be no longer necessary to it in the conduct of its business. And the consideration received by the Company for the land being less than Ten Thousand and 00/100 ($10,000.00) Dollars, said land was by virtue of the above quoted provision conveyed free and clear of said Mortgage. Further affiant saith not.

Dated at Chicago, Illinois, this 15th day of May, 1969.

O. C. Thompson
Manager-Real Estate for Chicago, Rock Island and Pacific Railroad Company
O. C. Thompson

Subscribed and sworn to before me and in my presence by the said O. C. Thompson this 15th day of May, 1969.

NOTARIAL SEAL

Ralph J. Groskopf Notary Public in and for Cook County, Illinois
My commission expires: 4-15-73
Ralph J. Groskopf

Ronald E. Mason
To
The Public

#714
Fee $3.50 VFEL
AFFIDAVIT

Filed for record the 23 day of May A. D. 1969 at 11:25 o'clock A.M.
Mary E. Welty, Recorder

STATE OF IOWA COUNTY OF POLK) SS

I, RONALD E. MASON, having been first duly sworn on oath, depose and state that I am the owner of the following described property, to-wit:

"A triangular parcel of land located in the Northeast Quarter of the Southwest Quarter of Section 16, Township 77 North, Range 28 West described as follows:

Beginning at a point in the north line of said Quarter Quarter 2,033.5 feet east of the Northwest corner of the Southwest Quarter of said Section 16; thence east

along said north line of said Southwest Quarter, a distance of 125 feet to a point on a line 75 feet westerly from and parallel with the centerline of Grantor's main track, thence Southerly along said right-of-way line 125 feet, thence Northwesterly in a straight line to the point of beginning."

I further depose and state that attached hereto and marked Exhibit "A" and made a part hereof as though fully set out herein is an Affidavit of O. C. Thompson, Manager of Real Estate for the Chicago, Rock Island and Pacific Railroad Company.

I further depose and state that the foregoing Affidavit, plus the Affidavit marked Exhibit "A" and attached hereto and made a part hereof is filed for the purpose of clearing title to the property hereinabove described.

I further depose and state that I know of my own personal knowledge that the Addidavit marked Exhibit "A" and attached hereto and made a part hereof was executed and delivered to myself for the purpose of clearing title to the property hereinabove described.

Dated this 19 day of May, 1969.

Ronald E. Mason
Ronald E. Mason

Subscribed and sworn to before me this 19 day of May, 1969.

(Notarial Seal)

Lois R. Lytle Notary Public
in and for Polk County, Iowa.

AFFIDAVIT EXHIBIT "A"

STATE OF ILLINOIS COUNTY OF COOK) SS

O. C. THOMPSON, Having been duly sworn, deposes and states that: I am Manager-Real Estate of and for CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY, a Delaware corporation Mortgagor under an indenture dated as of January 1, 1950, wherein THE FIRST NATIONAL BANK OF CHICAGO, a national banking association, having its office in the City of Chicago, Illinois, and Joseph C. Williams of the City of Kansas City, Missouri, are Trustees.

In order to enable said Mortgagor to convey lands no longer necessary to it in the conduct of its business free and clear of the Mortgage without obtaining a formal written release when the consideration received therefor does not exceed Ten Thousand and oo/100 ($10,000.00) Dollars, the Mortgage provided in Article IX, Section 2(b) as follows:

"Section 2. Except as hereinafter specifically provided in this Section 2, the Company while remaining in possession of the mortgaged property may, without obtaining a release from, action by, or giving notice to the Trustees, and without other action or proceeding on the part of the Company hereunder:

"(b) In the ordinary course of its business, sell, exchange or otherwise dispose of, free from the lien of the Mortgage, any buildings, bridges, structures, industrial tracks, side tracks or yard tracks which it has been desirable in the conduct of its business to retire from use, and any land constituting abandoned right of way or station grounds, or industrial sites or other land (with or without improvements thereon) which is no longer useful to the Company, if the consideration received on any such sale or other disposition does not exceed $10,000; provided that if the Company shall receive any cash or other consideration (other than property, which may but need not have a similar substitutional use, and which shall become subject to the lien of the Mortgage) on any such sale or other disposition, it shall from time to time, but at intervals of not more than 6 months, deposit with the Corporate Trustee, or with the trustee or mortgagee of any Prior Lien or Permitted Encumbrance as permitted by the provisions of Section 4 of this Article IX, an amount in cash equal to the cash so received and the fair value to the Company of such other consideration;" By quitclaim deed dated the 6th day of February, 1969, CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY conveyed unto RONALD E. MASON certain land situated in Madison County, Iowa, which land had been determined by said Company to be no

longer necessary to it in the conduct of its business. And the consideration received by the Company for the land being less than Ten Thousand and 00/100 ($10,000.00) Dollars, said land was by virtue of the above quoted provision conveyed free and clear of said Mortgage. Further affiant saith not.

Dated at Chicago, Illinois, this 6th day of February, 1969.

O. C. Thompson
Manager-Real Estate for
Chicago, Rock Island and Pacific Railroad Company

Subscribed and sworn to before me and in my presence by the said O. C. Thompson this 6th day of February, 1969.

NOTARIAL SEAL

Gail L. Benegas Notary Public
in and for Cook County, Illinois
My Commission Expires: June 28, 1972

Tri-Mor Sales, Inc.
To
The Public

#726

Fee $3.50 VEEL

Filed for record the 27 day of May A.D. 1969 at 9:16 o'clock A. M.

Mary E. Welty, Recorder

ARTICLES OF INCORPORATION OF TRI-MOR SALES, INC.

RECEIVED 1969 May 13 PM 1:51
Secretary of State Iowa

I, the undersigned person, acting as incorporator of a corporation organized under the Iowa Business Corporation Act under Chapter 496A of the 1966 Code of Iowa, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is TRI-MOR SALES, INC.

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 aggregate number of shares which the corporation shall have authority to issue is one million (1,000,000) shares of par value of Two Dollars ($2.00) each.

ARTICLE IV

The address of the initial registered office of the corporation is Rural Route #1, Winterset, Madison County, Iowa, and the name of its initial registered agent at such address is Frank L. Rudolf, Jr.

ARTICLE V

The number of directors constituting the initial board of directors is three and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address	
Robert W. Cutshall	Rural Route	Van Meter, Iowa
Richard E. Bice	Route 1	Truro, Iowa
Frank L. Rudolf, Jr.	Rural Route #1	Winterset, Iowa

After the initial board of directors, the board shall consist of such number of directors as shall be fixed and determined by the shareholders from time to time at each annual meeting thereof at which directors are to be elected.

ARTICLE VI

The name and address of the incorporator is:

Name	Address
Robert W. Cutshall	Van Meter, Iowa

ARTICLE VII

No shareholder shall make a voluntary transfer of any shares owned by him in this corporation to anyone except a person already owning shares herein unless (1) he shall have