first given the corporation thirty (30) days notice in writing of his intention to transfer such shares, stating the number of shares involved, the name of the proposed transferee or transferees, and the actual price or prices for which it is intended to sell said shares; and unless (2) the corporation shall have failed for said thirty (30) day period to notify such shareholder in writing of its willingness to purchase said shares for the same price or a greater price than the price for which the shareholder intends otherwise to sell said shares to someone else. In event the corporation within such thirty (30) day period so notifies the shareholder of its willingness to buy said shares, such notification shall constitute a contract between the corporation and the shareholder for the sale and purchase of such shares and no other sale of such shares shall be valid or recognized by the corporation or its stock transfer agent. In event the corporation gives to the shareholder such notification of its willingness to buy said shares, the corporation must upon presentation of certificate or certificates representing said shares at any time after such notification pay to the shareholder the price stated in its notification to the shareholder.

ARTICLE VIII

Deeds, mortgages and leases for an initial stated term of five (5) years or more shall be executed by the President or a vice president and shall be countersigned or attested by the secretary or assistant secretary. Mortgage releases, leases for an initial stated term of less than five (5) years and other instruments affecting or relating to real estate but not amounting to a conveyance or mortgage thereof may be executed by any one or more of the officers of the corporation.

Dated this 10 day of May, 1969.

Robert W. Cutshall
Robert W. Cutshall

STATE OF IOWA COUNTY OF POLK) SS:

On this 12th day of May, 1969, before me, the undersigned Notary Public in and for Polk County, Iowa, personally appeared Robert W. Cutshall to me personally known to be the identical person whose name is subscribed to and who executed the foregoing Articles Of Incorporation and who for himself acknowledged the execution thereof to be his free and voluntary act and deed.

WITNESS my hand and notarial seal at Des Moines, Iowa, the day and year last above written.

(NOTARIAL SEAL)

Gary D. Ordway Notary Public
in and for Polk County, Iowa.
My commission expires July 4, 1969.

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA
This instrument recorded in Book J-24, Page 340, May 13, 1969, Expires Perpetual,
Cert. No. 45222, Receipt No. - - Filed by Gary D. Ordway, Atty., Des Moines, Iowa
Filing Fee 20.00 Recording Fee 1.50 Melvin D. Synhorst Secretary of State.

COMPARED

Madison County Rockhounds, Inc. #743 Filed for record the 29 day of May A.D. 1969 at 1:57 o'clock P. M.
To
Fee $5.50 V F.E.L.
The Public Mary E. Welty, Recorder

ARTICLES OF INCORPORATION OF MADISON COUNTY ROCKHOUNDS, INC. WINTERSET, IOWA

RECEIVED 1969 May 21 AM 8:41
Secretary of State Iowa

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

We, the undersigned, acting as Incorporators of a Corporation under the Iowa Non-Profit Corporation Act, and under Chapter 504A, 1966 Code of Iowa as amended, hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is Madison County Rockhounds, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the Corporation is organized are:

Section 1. This corporation is organized and operated exclusively for educational purposes and to promote, enjoy and develop the study and practices of the various phases of the Lapidary Arts and the Earth Sciences.

Section 2. The corporation shall have the power to acquire, secure, hold, improve, encumber, sell, convey, and dispose of property, both real and personal, in fee simple and otherwise, absolute or in trust, and in accordance with the Standing Rules or By-Laws of the organization, and shall have and exercise all of the rights and powers vested and conferred upon it by the laws of the State of Iowa, together with all of the rights and powers, privileges and immunities conferred by law upon such corporations; and shall have the power to do any and all acts and things necessary, incident and convenient to the achievement of its objects and purposes and the exercise of the rights, powers, privileges and immunities herein conferred.

ARTICLE IV

The address of the corporation's initial registered office in the State of Iowa is 618 North 7th Street, in the city of Winterset, County of Madison, and the name of its initial registered agent at such address is Loyd E. Adams.

ARTICLE V

The number of directors constituting the initial Board of Directors of the Corporation is Seven (7), and the names and addresses of the persons who are to serve as the initial directors are:

Amel Priest	RFD, Peru, Iowa
Loyd E. Adams	618 North 7th Street, Winterset, Iowa
Gertrude Shoemaker	316 East Jefferson, Winterset, Iowa
Alva E. Miller	St. Charles, Iowa
Edna Dolson	501 East Green, Winterset, Iowa
Pamela Rustan	RFD, Winterset, Iowa
Ruby Adams	618 North 7th Street, Winterset, Iowa

ARTICLE VI

The day on which the corporation existence shall begin is May 23, 1969.

ARTICLE VII

The name and address is each Incorporator is:

Amel Priest	RFD, Peru, Iowa
Loyd E. Adams	618 North 7th Street, Winterset, Iowa
Gertrude Shoemaker	316 East Jefferson, Winterset, Iowa
Alva E. Miller	St. Charles, Iowa
Edna Dolson	501 East Green, Winterset, Iowa
Pamela Rustan	RFD, Winterset, Iowa
Ruby Adams	618 North 7th Street, Winterset, Iowa

ARTICLE VIII

Membership shall be open to all persons who concur with the purposes of the Society, meet all requirements, and agree to be bound by the established rules and regulations as defined by the Standing Rules or the By-Laws.

ARTICLE IX
OFFICERS

Section 1. The officers of this corporation shall consist of a President, Vice President Secretary, Treasurer, Bulletin Editor, Assistant Editor, Historian and/or such additional officers as may be required and elected.

Section 2. The officers shall be elected at the regular November meeting of each year, or as soon thereafter as practicable, and will take office the following January. No officer shall succeed himself but may serve in any other office the next year, or in the same office another year.

Section 3. The duties of the officers shall be and are such as are fixed, described, and defined by the Standing Rules or the By-Laws of said corporation.

Section 4. Until their successors have been elected and have qualified, the following shall be the officers of the corporation and hold the following offices:

President	Amel Priest
Vice President	Loyd E. Adams
Secretary	Gertrude Shoemaker
Treasurer	Alva E. Miller
Bulletin Editor	Edna Dolson
Assistant Editor	Pamela Rustan
Historian	Ruby Adams

ARTICLE X

Section 1. The annual meeting of this corporation shall be held at the regular November meeting of each year or as soon thereafter as practicable.

Section 2. The business transactions shall be limited to and be in accordance with the objects and purposes of this corporation.

Section 3. The President of the corporation shall preside at said meeting, or in his absence, the Vice President.

ARTICLE XI

Section 1. The title to all property heretofore or hereafter acquired shall be taken, held and transferred in the name of the corporation.

Section 2. The real property of the corporation may be sold or mortgaged by the officers only with the approval of ninety-five (95) percent of all regular active members at any regular or special meeting after timely notice has been given to all regular active members and said conveyances, mortgages or deeds of trust shall be executed by the President and the Secretary of the corporation.

ARTICLE XII

This corporation shall have the power, at any regular or special meeting, to adopt, amend, or repeal any Standing Rules, By-Laws, rules or regulations for the direction and management of the affairs of the corporation, provided such meeting is properly convened.

ARTICLE XIII

The private property of the members and officers of this corporation shall be exempt from all liability for the debts and obligations of the corporation.

ARTICLE XIV

Section 1. These Articles of Incorporation, except Article XIII thereof, may be amended by a vote of a majority of the regular active members of the corporation at any regular meeting or at any special meeting called for that purpose provided timely notice shall have first been given to all regular members; but no amendment may be adopted in conflict with the laws of the State of Iowa.

Section 2. Amendments, if and when adopted, shall be signed by the President and Secretary and filed and recorded as provided by law: Filed and recorded with the Secretary of the State of Iowa.

ARTICLE XV

In the event of dissolution of Madison County Rockhounds, Inc. all assets of whatever kind or description, will be distributed only to organizations which have been granted exemption from the Federal Income Tax under the provisions of Section 501 (3) of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto set our hands this 20 day of May, 1969.

Amel Priest	Edna Dolson
Loyd E. Adams	Pamela Rustan
Alva E. Miller	Gertrude Shoemaker
Ruby Adams	

INCORPORATORS

STATE OF IOWA MADISON COUNTY) SS

On this 20 day of May, 1969, before me, the undersigned, a Notary Public in and for Madison County, Iowa, personally appeared Amel Priest, Loyd E. Adams, Gertrude Shoemaker, Alva E. Miller, Edna Dolson, Pamela Rustan and Ruby Adams, to me known 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)

Martha K. Paton Notary Public
in and for Madison County, Iowa.
Martha K. Paton
Winterset, Iowa

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA
This instrument recorded in Book 5-G, Page 131, May 21, 1969 Expires Perpetual, Cert. No. 45345, Receipt - - - Filed by Gordon K. Darling, Atty., Winterset, Iowa Filing Fee 10.00 Recording Fee 2.50 Melvin D. Synhorst Secretary of State. COMPARED

Leonard M. Flander
To
The Public

#768
Fee $1.50
AFFIDAVIT VFEL

Filed for record the 5 day of June A. D. 1969 at 10:21 o'clock A.M.
Mary E. Welty, Recorder

STATE OF IOWA MADISON COUNTY: ss.

I, Leonard M. Flander, being first duly sworn on oath, depose and say: that I prepared the affidavit dated September 24, 1968, and filed for record November 6, 1968, in Miscellaneous Record 28, page 153, and that where said affidavit recites that Edward Nicholson was the contract purchaser of the following described real estate, to-wit:

Lots One (1) and Two (2) of Kingery Court Addition
to the Town of Winterset, Madison County, Iowa,

and where said affidavit states the said Edward Nicholson was in complete, actual and sole possession of all of said real estate said affidavit was in error.

The said Edward Nicholson was contract purchaser of the following described real estate, to-wit:

Lot One (1) of Kingery Court Addition to the Town of
Winterset, Madison County, Iowa,

and the said Edward Nicholson was in complete, actual and sole possession of only said Lot One (1) of Kingery Court Addition to the Town of Winterset, Madison County, Iowa, and the said Edward Nicholson never entered into any contract or asserted any claim to Lot Two (2) of Kingery Court Addition to the Town of Winterset, Madison County, Iowa.

That wherever the names Catherine A. Croft and Catherine Ann Croft appear in the chain of title to any of the above described real estate, they refer to one and the same person, Catherine A. Croft.

Leonard M. Flander
Leonard M. Flander

Subscribed and sworn to before me by Leonard M. Flander this 5th day of June, 1969.

NOTARIAL SEAL

Mabelle Smith Notary Public
in and for said County.