to me personally known, who, being by me duly sworn, did say that they are the president and secretary respectively, of said corporation executing the within and foregoing, that no seal has been procured by the said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and that the said Maurice Thrailkill and Erma Thrailkill as such officers acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

Jerrold B. Oliver Notary Public in and for said County.

(NOTARIAL SEAL)

WRITTEN CONSENT OF SHAREHOLDERS TO DISSOLUTION

We, the undersigned, being all of the shareholders of Macksburg Feed & Supply Inc., hereby consent to dissolution of said corporation.

Maurice Thrailkill
Maurice Thrailkill
Erma Thrailkill
Erma Thrailkill

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA

This instrument recorded in Book V-24, Page 346, December 17, 1969 Expires June 14, 1986, Cert No. 47631, Receipt No. - - - Filed by Webster & Jordan, Winterset, Iowa

COMPARED

Filing Fee 1.00 Recording Fee 1.50 Melvin D. Synhorst Secretary of State

Top Brands Discount Center of Winterset, Inc.
To
The Public

#18
Fee $2.50

Filed for record the 5 day of January A.D. 1970 at 4:01 o'clock P. M.

Mary E. Welty, Recorder

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF TOP BRANDS DISCOUNT CENTER OF WINTERSET, INC.

RECEIVED '69 DEC 17
PM 2:24
Secretary of State Iowa

Pursuant to the Iowa Business Corporation Act, the undersigned corporation submits the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Top Brands Discount Center of Winterset, Inc., and the effective date of its incorporation was March 19, 1968.

SECOND: Article I of the Articles of Incorporation of the corporation has been amended to read as follows:

"ARTICLE I.

The name of this corporation shall be GIBSON PRODUCTS OF WINTERSET, INC."

THIRD: The foregoing amendment was adopted by the shareholders of the corporation on December 11, 1969.

FOURTH: Consent in writing to said amendment has been given by all of the directors of the corporation and by all of the shareholders of the corporation entitled to vote with respect to said amendment. As provided in the Iowa Business Corporation Act, such consent shall have the same force and effect as a unanimous vote in favor of said amendment.

Dated this 12th day of December, 1969.

TOP BRANDS DISCOUNT CENTER
OF WINTERSET, INC.
By: D. J. Witherspoon
D. J. Witherspoon, President
And: Loren Bridgman
Loren Bridgman, Secretary

STATE OF NEBRASKA COUNTY OF DOUGLAS) ss.

BE IT REMEMBERED, that on this 12th day of December, 1969, before me, a Notary Public in and for said County and State, personally appeared D. J. Witherspoon, said person being to me personally known to be the identical person whose name is subscribed to the foregoing Articles of Amendment as president of Top Brands Discount Center of Winterset, Inc., and he acknowledged the same to be his free and voluntary act and deed as such

officer for the uses and purposes therein expressed.

WITNESS my hand and Notarial Seal at Omaha, in the County of Douglas, State of Nebraska the day and year last above written.

(NOTARIAL SEAL)

Howard J. Kaslow
Howard J. Kaslow, Notary Public
in and for said County and State
My commission expires: July 27, 1970.

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA
This instrument recorded in Book V-24, Page 363, December 17, 1969 Expires: Perpetual
Cert. No. 22001, Receipt No.- - - -, Filed by Abrahams, Kaslow & Cassman, Omaha, Neb.
Filing Fee 20.00 Recording Fee 1.00 Melvin D. Synhorst Secretary of State

COMPARED

Macksburg Feed & Supply Inc. $125 REED

To Fee $2.50

The Public

Filed for record the 14 day of January A.D. 1970 at 9:11 o'clock A.M.

Mary E. Welty, Recorder

ARTICLES OF DISSOLUTION OF MACKSBURG FEED AND SUPPLY INC.

Received 69 DEC 22 AM 8:48 Secretary of State Iowa

Pursuant to the provisions of Section 89 of Iowa Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation is Macksburg Feed and Supply Inc.

SECOND: A statement of intent to dissolve the corporation was filed by the Secretary of State of Iowa on December 17, 1969, pursuant to the provisions of Section 80 of the Iowa Business Corporation Act.

THIRD: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FOURTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

FIFTH: There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

Dated December 19, 1969.

MACKSBURG FEED AND SUPPLY INC.
By Maurice Thrailkill
Maurice Thrailkill - President
By Erma Thrailkill
Erma Thrailkill - Secretary

STATE OF IOWA MADISON COUNTY : ss

On this 19 day of December, 1969, before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared Maurice Thrailkill and Erma Thrailkill, to me personally known, who, being by me duly sworn, did say that they are the president and secretary respectively, of said corporation executing the within and foregoing, that no seal has been procured by the said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and that the said Maurice Thrailkill and Erma Thrailkill as such officers acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

(NOTARIAL SEAL)

Jerrold B. Oliver
Notary Public in and for said County.

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA
This instrument recorded in Book W-24, Page 261, December 22, 1969
Expires Dissolution, Cert. No. 47836, Receipt No.--, Filed by Webster & Jordan, Attys.,
Winterset, Iowa, Filing Fee $1.00, Recording Fee $1.00 Melvin D. Synhorst, Secretary of State.

COMPARED