and for the purposes and uses therein set forth and explained.

Janet Longenecker Notary Public
(Notarial Seal) in and for Madison County, Iowa.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book B-13, Page -1- Nov. 14- 1947 Expires Nov. 14-1967, Cert. No. 11246, Receipt No 3015 Filed By R B Hunter, Earlham, Iowa Filing Fee 65.00 Recording Fee 1.75
Rollo H. Bergeson Secretary of State

COMPARED

Hunter Hardware and Implement Company #5037 Filed for record the 18 day of November
To A. D. 1947 at 10:18 o'clock A. M.
Fee $1.90
The Public Wilma M. Wade, Recorder

ARTICLES OF INCORPORATION
OF

HUNTER HARDWARE AND IMPLEMENT COMPANY

The undersigned, whose names are hereunto subscribed, have consituted themselves a body corporate under the provisions of Chapter 491, Title XIX, of the Code of Iowa, 1946, and all acts amendatory thereto, and to that end have adopted the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be "Hunter Hardware and Implement Company."

ARTICLE II.

The principal place of business of this corporation shall be in the Town of Earlham, Madison County, Iowa.

ARTICLE III.

The general nature of the business to be transacted by this corporation shall be:

(a) To buy, sell, lease, make repairs to, recondition, rebuild, store and otherwise deal in new and used tractors, farm implements and trucks and all supplies, materials, parts and accessories therefor, and to operate repair shops and to carry on all business allied or incidental thereto.

(b) To buy, sell, repair and otherwise deal in hardware, radios, heaters, household appliances, plumbing and heating equipment, sundries and supplies.

(c) To purchase and in any other manner acquire and to hold, own, use, sell and transfer or in any manner dispose of, and deal in notes, bonds, bills of exchange, drafts, acceptances, mortgages, securities, capital stock, debentures, debenture stock, warrants, commercial paper, contracts of sale, conditional sale contracts, purchase obligations and evidences of indebtedness made, issued or created by any person, firm or corporation, joint stock company or association, or by any state, Government, Country or any sub-division or municipality thereof; to lend money on time or call with or without security, and to give credit to individuals, corporations, partnerships or associations, public or private; to buy or otherwise acquire and to hold, sell, mortgage or otherwise dispose of and deal in personal property and to conduct a general discount business in connection with the wholesale and retail purchase or sale of hardware, farm implements, plumbing and heating, sundries and supplies, new and used.

(d) To purchase, sell and deal in real and personal property, goods, wares and merchandise of any and every kind, character and description.

(e) To enter into, make, perform, carry out contracts of any kind and description, made for any lawful purpose, without limit as to amount, with any person, firm, association or corporation either public or private, including insurance contracts.

ARTICLE IV.

This corporation shall have all of the powers necessary for, or incidental to, the convenient transaction of the business for which it has been organized, including the power to borrow money and to issue negotiable notes, bonds or other evidences of such indebtedness, and to secure the payment of the same by liens upon all or any portion of its property, real or personal, by way of mortgage or otherwise; and, further among its powers

shall be the following:

(a) To have perpetual succession.

(b) To sue and be sued by its corporate name.

(c) To render the interest of the stockholders transferable.

(d) To exempt the private property of its members from liability for corporate debts.

(e) To make contracts, acquire and transfer property, possessing in such respects the same powers as natural persons.

(f) To establish by-laws and make all rules and regulations necessary for the management of its affairs.

(g) To sell, lease, mortgage or otherwise dispose of all its property, franchises and privileges.

(h) To acquire the good will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, association or corporation and to pay for the same in cash, stock of this corporation, bonds or otherwise.

(i) To acquire, own, hold, sell and dispose of the capital stock of this corporation.

(j) To have one or more offices, and to carry on any or all of its operations, within or without the State of Iowa.

(k) To carry out all or any part of the objects enumerated in Article III and such other enterprises as the Corporation may engage in, either as principal, agent, factor, partner or otherwise, either alone or in connection with any other person, firm, association or corporation.

(l) To borrow money, draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures, promissory notes, and other evidences of indebtedness, and for the purpose of securing any of its obligations, or contracts to convey, transfer, assign, deliver, mortgage and/or pledge all or any part of the property or assets at any time owned or held by this corporation upon such terms and conditions as the Board of Directors shall authorize, and as may be permitted by law.

ARTICLE V.

The amount of authorized capital stock of this corporation is the sum of Fifty Thousand Dollars ($50,000.00), divided into Five Hundred (500) shares, each of the par value of One Hundred Dollars ($100.00), all of which shall be common stock and non-assessable. The corporation may commence business when $1,000.00 in stock has been issued. No stock shall be issued until the corporation has received payment in full therefor at par in cash or property.

Each share of common stock shall be entitled to one vote at all meetings of stockholders when represented thereat in person or by proxy as provided in the by-laws.

The capital stock authorized may be increased by a vote of two-thirds in interest of all the stockholders, by the adoption of an amendment to these Articles.

ARTICLE VI.

The corporate life of this corporation shall begin on the date of the issuance of its Certificate of Incorporation by the Secretary of State of the State of Iowa and shall continue for a term of twenty (20) years thereafter, with a right of renewal as provided by law, unless sooner dissolved by a vote of not less than two-thirds (2/3) of the common stock then outstanding.

ARTICLE VII.

The affairs of this corporation shall be managed by a board of not less than two (2) nor more than five (5) directors. Within said limits the number of directors may be fixed by the by-laws. Until otherwise fixed by the by-laws, the Board of Directors shall consist of three (3) members. The Board of Directors shall have general charge of the business and affairs of this corporation and all powers of this corporation, including

the power to adopt by-laws, and amend or alter the same, are vested in its Board of Directors, except as otherwise provided by law.

A meeting of the Board of Directors shall be held immediately following the regular annual meeting of the stockholders at Earlham, Iowa. At such meeting the Board shall elect the officers of the corporation for the ensuing year and until their successors are elected and qualified.

ARTICLE VIII.

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 by law to be made of record may be executed by the President, Vice President or Secretary of the corporation.

ARTICLE IX.

The annual meeting of the stockholders shall be held at the principal place of business of the corporation in the Town of Earlham, Iowa, at 10:00 o'clock A. M. on the first Monday in November of each year if not a legal holiday, but if a legal holiday, then on the day following. At the annual meeting Directors for the ensuing year shall be elected. Special meetings of the stockholders may be held at any time at the place of business of the corporation, either upon a call of the President, order of the Board of Directors, or upon written request of stockholders owning one-half of the outstanding voting stock upon not less than five days' written notice to the voting stockholders stating the time, place and objects of said meeting. Said notice shall be sufficient when mailed to the last known post office address of each stockholder entitled to vote. Special meetings may be called for any purpose, and the notice thereof may be given by the Secretary or the person or persons calling such meeting. Until the annual meeting for the year 1948, or until a change in the number of Directors has been made by a change in the By-laws, the following persons shall be the directors:

FRED R. HUNTER,	Earlham, Iowa
ROBERT E. HUNTER,	Earlham, Iowa
RALPH B. HUNTER,	Earlham, Iowa

and until the first meeting of the Board of Directors following the regular annual meeting of the stockholders for the year 1948, the following persons shall be officers of the corporation:

PRESIDENT	Ralph B. Hunter
VICE PRESIDENT	Robert E. Hunter
SECRETARY-TREASURER	Fred R. Hunter

ARTICLE X.

The private property of the stockholders, directors and officers of this corporation shall be exempt from corporate debts, obligations and/or liabilities.

ARTICLE XI.

These Articles may be amended at any annual meeting of the stockholders or at any special meeting called for that purpose, a majority of all of the shares of common stock then outstanding voting for such amendment or amendments.

ARTICLE XII.

The corporation shall have no corporate seal.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names this 12th day of November, 1947.

Ralph B. Hunter Earlham, Iowa
Fred R. Hunter Earlham, Iowa

STATE OF IOWA COUNTY OF MADISON) SS

On this 12th day of November, 1947, before me, Janet Longenecker, a Notary Public in and for Madison County, Iowa, personally appeared Fred R. Hunter and Ralph B. Hunter, to me

personally known to be the identical persons whose names are subscribed to the foregoing Articles of Incorporation, and they acknowledge the same to be their voluntary act and deed and for the purposes and uses therein set forth and explained.

(Notarial Seal) Janet Longenecker Notary Public in and for Madison County, Iowa.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book B-13, Page 8 Nov. 14- 1947 Expires Nov. 14-1967 Cert. No 11247 Receipt No. 3016 Filed by R. B Hunter, Earlham, Iowa Filing Fee 65.00 Recording Fee 1.75 Rollo H Bergeson Secretary of State

COMPARED

Jno. N. Hartley To The Public — #5108 Fee $ .50 — Filed for record the 25 day of November A. D. 1947 at 11:50 o'clock A. M. Wilma M. Wade, Recorder

AFFIDAVIT

State of Iowa, Madison County,) ss:

I, Jno. N. Hartley, of said county and state, being first duly sworn on oath depose and say that I was well and personally acquainted with Nora Allgeyer during her lifetime and know that she is the same and identical person who executed the power of attorney to Jennie Bruns dated June 14, 1938, and recorded in Misc. Rec. 22, page 550, of the records of Madison County, Iowa, and that the said Nora Allgeyer was still living at the time of the execution of a certain release of mortgage by said Jennie Bruns, Attorney in Fact, dated June 10, 1940, and recorded in Mtg. Rec. 89, page 618, of the said records; the said Nora Allgeyer having died Dec. 1, 1940.

I further state that I am in no way interested in the title to the real estate affected hereby, but make this affidavit at the request of the present owner thereof for the purpose of establishing of record the facts above set forth.

Jno. N. Hartley

NOTARIAL SEAL

SUBSCRIBED in my presence and SWORN to before me by the above named affiant this 25 day of November, A. D. 1947.

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

Herbert R. Spencer To The Public — #5168 Fee $ .50 — Filed for record the 1 day of December A. D. 1947 at 2:40 o'clock P. M. Wilma M. Wade, Recorder

AFFIDAVIT

STATE OF IOWA DALLAS COUNTY) SS

I, HERBERT R. SPENCER of said County and State, being first duly sworn, on oath depose and say that I am the husband of Lois E. Spencer, an heir-at-law of Bertha K. Henkle, deceased; that there are certain unpaid personal taxes against the partnership of Spencer and Perry of Macksburg for the year 1939 in the amount of $2.28 but that said tax is not the said Lois E. Spencer's personal tax; that she has never been in partnership with a man by the name of Perry and that she has never lived in Macksburg, Iowa, where said tax was assessed; that as to whose personal tax this might be I cannot say but the said unpaid personal tax is not a personal tax of the said Lois E. Spencer.

Further I sayeth not.

Herbert R. Spencer.

NOTARIAL SEAL

SUBSCRIBED in my presence and sworn to before me by the said HERBERT R. SPENCER this 29 day of November A. D. 1947.

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

Charles D. Van Werden To The Public — #5169 Fee $ .50 — Filed for record the 1 day of December A. D. 1947 at 2:43 o'clock P. M. Wilma M. Wade, Recorder

AFFIDAVIT

STATE OF IOWA MADISON COUNTY) SS

I, Charles D. Van Werden of said County and State, being first duly sworn, on oath depose and say that I was attorney for the Administrators of the estate of Bertha K. Henkle,