Victoria Johnson signed the Election and I witnessed her signature and broug_ the Election back to the office expecting to file it with the Clerk of the District Court of Madison County, Iowa; that until recent date I thought that it had been filed; that I have been unable to find said Election and evidently it has been lost or mislaid; that throughout the years the the S. B. Johnson estate has remained open there has been an annual report made by L. L. Blomgren, Executor, and that in each annual report it is shown that Victoria Johnson received the income from the assets as a life estate and that she received a copy of each report; that I discussed the contents of each report with her and she knew that she was receiving only a life estate in the property of her husband, S. B. Johnson, and the income therefrom during her lifetime and that she accepted this income annually knowing she had made an Election to accept said income rather than her one-third dower and that frequently she had expressed to me her intention and desire to abide by the terms of her husband's Will and that she not only elected in writing but by her acts to take under the Will and not a distributive share.

That I have no personal interest in this matter and make this affidavit merely to set out the true and correct facts as stated therein and for no other purpose.

FURTHER I SAYETH NOT.

Charles D Van Werden

Subscribed in my presence and sworn to before me by the said CHARLES D. VAN WERDEN this 28th day of May A. D. 1948.

(District Court Seal) COMPARED Rex V Johnson Clerk of Court, Madison County, Iowa.

Madison County Livestock and Fair Association To The Public | #2468 Fee $2.30 VC | Filed for record the 3 day of June A. D. 1948 at 10:10 o'clock A. M. Wilma M. Wade, Recorder Lois J. Porter, Deputy

ARTICLES OF INCORPORATION OF MADISON COUNTY LIVESTOCK AND FAIR ASSOCIATION

We, the undersigned, for the purpose of transacting the business herein set forth, do hereby associate our selves together and do by the following Articles of Incorporation unite ourselves into a body corporate under the provisions of Chapter 504, Code of Iowa 1946, and all acts amendatory thereto, and assume all powers and obligations granted bodies corporate under said chapter, and do hereby adopt the following Articles of Incorporation, to-wit:

ARTICLE I
Name

The name of this corporation shall be MADISON COUNTY LIVESTOCK AND FAIR ASSOCIATION.

ARTICLE II
Place of Business

The principal place of business of this corporation shall be at Winterset, Iowa, in the County of Madison, and State of Iowa.

ARTICLE III
Powers, Objects and Purposes

Section 1. The objects, powers and purposes of this corporation, among other things, shall be to associate ourselves together into an agricultural society and association, and to engage in all of the pursuits in which such a society and association may engage; to foster, promote, conduct and maintain farm institutes, agricultural and community shows, fairs, contests and exhibitions, and to engage in any agricultural and community activity which will be beneficial to the interests of agriculture and the community.

Sec. 2. This corporation shall have the right to sue and be sued in its corporate name; to make contracts; to take by gift, purchase, devise or bequest real and personal property for purposes appropriate to its creation, and to establish by-laws and make proper rules and regulations necessary for the management of its affairs.

Sec. 3. This corporation shall have the right to purchase, lease, own, sell or exchange property either real, personal or mixed, to purchase, lease, own, operate and control real estate in the State of Iowa, for purposes appropriate to the business of this corporation.

Sec. 4. This corporation may hold exhibitions, expositions, entertainments, carnivals and celebrations, of all and every kind and character, and charge admissions therefor.

Sec. 5. This corporation shall have the power by corporate endeavor, to solicit, earn, or otherwise procure funds and property for corporate purposes, uses and development as permitted by these articles and the law.

Sec. 6. In addition to the foregoing specifically authorized powers, this corporation shall have and exercise all rights, powers and privileges now or hereafter belonging to or conferred upon corporations organized under the provisions of the law authorizing the formation of corporations of the kind hereby formed. Without in any particular limiting any of the objects or purposes or powers of the corporation as hereinbefore set forth, the objects or purposes of the corporation shall be from time to time to do any one or more or all of the acts, things and objects in any manner connected therwith or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation or enhance the value of or render profitable any of its property or rights as such a corporation may lawfully do. All the foregoing shall be construed as purposes, powers and objects but no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE IV
Membership

Section 1. Eligibility. Any person, firm, association, organization or corporation which is interested in any of the objects or purposes of this corporation shall be eligible for membership in this corporation under such terms and conditions, and upon payment of such membership dues and annual dues, as shall be prescribed and set out in the by-laws of the corporation. The membersips shall not be assessable.

Sec. 2. Voting. Every member of the corporation shall be entitled to one vote only at all meetings of the members of the corporation.

Sec. 3. The board of directors of this corporation may by the affirmative vote of not less than two-thirds of the members thereof expel any member of the corporation who shall have violated or refused to comply with any of the provisions of these articles of incorporation or by-laws adopted from time to time. Any member shall cease to be eligible for membership in this corporation when he fails to pay regular dues and charges as provided for in the by-laws, and when such member ceases to be eligible his membership shall terminate.

ARTICLE V

This is a corporation not for pecuniary profit and there shall be and is no paid capital stock nor any participating membership in this corporation.

ARTICLE VI
Dividends

No dividends shall be declared nor shall any distribution of property among the members be made until the dissolution of the corporation.

ARTICLE VII

The corporate period of this corporation shall begin on the date of the issuance of certificate of incorporation by the Secretary of the State of Iowa, and shall terminate at the expiration of fifty (50) years from said date unless sooner dissolved, and shall have the right to renew and extend its corporate period from time to time in accordance with the provisions of the laws of the State of Iowa relating to renewal of corporations.

ARTICLE VIII
Officers and Directors

Section 1. The business and affairs of this corporation shall be managed by a board composed of eleven (11) directors, until changed by resolution adopted at any annual meeting of the members.

Sec. 2. The term of office of the directors shall be for one (1) year and until their

successors are elected and qualified.

Sec. 3. All vacancies on the board may be filled by election by the board.

Sec. 4. Until the first annual meeting of the members of this corporation, as herein provided for, the following persons shall constitute the directors of this corporation.

Name	Address
J. E. Bruns	Winterset, Iowa
Garland Howell	Winterset, Iowa
George Bass	Winterset, Iowa
Wilbur Riser	Winterset, Iowa
Lawrence Piatt	Winterset, Iowa
Ray Bond	Earlham, Iowa
Graham Godby	Winterset, Iowa
Glenn Foster	Earlham, Iowa
Wm. C. Morse	Winterset, Iowa
Bernard Morrissey	Winterset, Iowa
J. Earl Graves	Winterset, Iowa

Sec. 5. Until the first annual meeting of members, as herein provided for, and until their successors are elected and qualified, the officers of this corporation shall be:

	Name	Address
President:	Wm. C. Morse	Winterset, Iowa
Vice President:	Bernard Morrissey	Winterset, Iowa
Sec'y-Treasurer:	J. Earl Graves	Winterset, Iowa

Sec. 6. The officers of this corporation shall be elected by the board of directors immediately following the annual meeting and shall hold office for the term of one (1) year or until their successors are elected and qualified.

Sec. 7. The officers of this corporation shall be a President, a Vice-President, a Secretary and a Treasurer, and the office of Secretary-Treasurer may be held by the same person.

Sec. 8. A majority of the board of directors shall constitute a quorum for the transaction of all business of the corporation except as hereinotherwise provided.

Sec. 9. Instruments affecting the real estate of the corporation shall be executed by the President or Vice-President and the Secretary or Treasurer, and attested to by the Corporate Seal.

ARTICLE IX
Meetings

- The first regular annual meeting of the members of this corporation for the year 1948 and all subsequent annual meetings of the members of this corporation shall be held annually at Winterset, Iowa, during the month of November, upon not less than ten (10) days notice in writing mailed to each member at his last known address, at such time and place as the board of directors shall fix and determine or the board of directors, may, in lieu of notice in writing to each member, give said notice by publication of the same in one or more newspapers of general circulation published in Madison County, Iowa, which publication shall be not less than ten (10) days preceeding such meeting. At all meetings of the members of this corporation, the members present shall constitute a quorum for the transaction of business.

Sec. 2. Special meetings of the members may be called at any time by the President upon giving not less than five days' notice either in writing mailed to each member at his last known address as shown by the records of the corporation, or by publication of same in one or more newspaper of general circulation published in Madison County, which publication shall be not less than five days preceding such meeting, and such meeting shall be called at any time upon request of twenty-five (25%) per cent of the members.

In case the President neglects or refuses to call a meeting at the request of the members, as herein provided, the members may join in a call of the members at a special meeting upon giving not less than five days' notice either in writing mailed to each member at his last known address as shown by the records of the corporation, or by publication of same in one or more newspaper of general circulation published in Madison County, which publication shall be not less than five days preceding such meeting.

ARTICLE X
Private Property Exempt

The private property of the members of this corporation shall be exempt from the debts of the corporation and from all liability therefor and this article shall only be amended with the unanimous consent of all the members.

ARTICLE XI
Corporate Seal

The corporation may have a corporate seal in such form as may be prescribed in the by-laws.

ARTICLE XII
By-Laws

The board of directors shall have power to adopt by-laws and make rules and regulations deemed necessary and expedient for the management of the business and affairs of this corporation. Said by-laws may be amended or repealed at any time by the board of directors.

ARTICLE XIII
Amendments to Articles of Incorporation

These articles of incorporation may be amended by a majority vote cast by the members present at any annual meeting thereof or at any special meeting thereof called for that purpose, providing, not less than ten days' notice is given, stating the purposes thereof either in writing mailed to each member at his last known address as shown by the records of the corporation, or by publication of same in one or more newspaper of general circulation published in Madison County, which publication shall be not less than ten days preceding such meeting.

IN WITNESS WHEREOF, We have hereunto set our hands this 15th day of May, 1948.

Name	Address
Garland Howell	Winterset Ia
Ray Bond	Winterset Ia
Lawrence J Piatt	Earlham Ia.
J E Bruns	Winterset Iowa
Wilbur Riser	Winterset Iowa
Graham Godby	Earlham Ia.
George Bass	Winterset, Ia
Bernard Morrissey	Winterset Iowa
Wm C Morse	Winterset Iowa
J Earl Graves	Winterset Iowa
Glenn Foster	Winterset Iowa

STATE OF IOWA COUNTY OF MADISON) SS.

BE IT REMEMBERED, that on this 15 day of May, A. D., 1948, before me, Frances Allgeyer, a Notary Public in and for Madison County, Iowa, personally appeared Garland Howell, Ray Bond, Lawrence J. Piatt, J. E. Bruns, Wilbur Riser, Graham Godby, George Bass, Bernard Morrissey, Wm. C. Morse, J. Earl Graves and Glenn Foster to me personally known to be the identical persons who signed and executed the foregoing instrument, and they did each acknowledge to me that they signed and executed the same as their voluntary act and deed.

WITNESS My Hand and Seal at Winterset, Iowa, this 15 day of May, A. D., 1948.

(Notarial Seal)

Frances Allgeyer Notary Public
in and for Madison County, Iowa

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book 1-S, Page 12, May 24 1948 Expires May 24-1998, Cert. No. 4101, Receipt No. 1398 Filed by Ben C Buckingham, Winterset, Iowa Filing Fee 5.00

Recording Fee ✓ COMPARED Rollo H. Bergeson Secretary of State

Cora N. Jones
To
Helen W. Jones

#2485
Fee $ .50 VL

Filed for record the 3 day of June A. D. 1948 at 4:44 o'clock P. M.
Wilma M. Wade, Recorder

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That I, Cora N. Jones, a widow, of the County of Boone, State of Iowa, do by these presents make, constitute and appoint Helen W. Jones of the County of Boone, State of Iowa, my true and lawful attorney for me and in my place and stead, to transact all of my business of every kind and character, such as selling, transferring, and conveying of real estate; executing deeds, mortgages, notes and other evidences of indebtedness;