estate under claim of right and color of title; and that to our personal knowledge, no person, firm or corporation has, since long prior to Jan. 1, 1930, made or asserted or attempted to make or assert any claim of right, title or interest in or to said real estate or any part thereof adverse to the right, title and interest of the said Eva A. McCulley or of her said grantors therein or thereto. Especially have we never heard of any claim of right, title or interest in or to said real estate being made by any person claiming by, through or under one Sarah J. Ankeny since the acquisition of title thereto by the said Amy E. McCulley on May 1, 1899 as hereinbefore referred to.

That we have no interest to serve and make this affidavit for the sole purpose of establishing of record the facts herein related, and that the same may be placed of record in accordance with the provisions of Section 614.7 of the Code of Iowa, 1946.

Chas E. Tucker
E W Cummins.

NOTARIAL SEAL

Subscribed in my presence and sworn to before me by the said Chas. E. Tucker and E. W. Cummins, affiants, this 31st day of March, A. D. 1949.

H. C. Fosher Notary Public
within and for Madison County, Iowa.

C. C. Cook To The Public — #2210 — Fee $.50 — Filed for record the 8 day of April A. D. 1949 at 1:45 o'clock P. M. Wilma M. Wade, Recorder

A F F I D A V I T

State of Iowa, Dallas County,) ss.

I, C. C. Cook of Booneville, Dallas County, Iowa, being first duly sworn, state as follows:

That I was well and personally acquainted with Eddy Elliot Cook, the grantee in a warranty deed dated April 16, 1907, recorded April 24, 1907, in Deed Record 44, Page 405, conveying the Northeast Quarter of the Northwest Quarter of Section 21, Township 77 North, of Range 26 West of the 5th P.M. Madison County, Iowa, and know that he was one and the same person as E. E. Cook, the grantor in a warranty deed conveying the same real estate dated December 22, 1911, recorded December 22, 1911, in Deed Record 53, Page 294, of the Records of Madison County, Iowa.

C. C. Cook

NOTARIAL SEAL

Subscribed and sworn to before me by C. C. Cook, this 6th day of April, 1949.

E Eugene Cushman Notary Public
in and for Dallas County, Iowa.

Spring Valley Dairy Company To The Public — #2307 — Fee $ 2.60 — Filed for record the 15 day of April A. D. 1949 at 10:38 o'clock A. M. Wilma M. Wade, Recorder

ARTICLES OF INCORPORATION

We, whose names are hereto subscribed, hereby associate ourselves into a body corporate under the provisions of Chapter 491 of the 1946 Code of Iowa; assuming all the powers, rights and provisions granted to bodies corporate and all the duties and obligations imposed by said Chapter, and do adopt the following Articles of Incorporation, to-wit:

ARTICLE I.

The name of this corporation shall be the Spring Valley Dairy Company.

ARTICLE II.

The principal place of business of this corporation shall be at Winterset in the County of Madison and State of Iowa. The corporation may establish branch offices and agencies and engage in business anywhere in the United States and Canada.

ARTICLE III.

The objects and purposes for which this corporation is organized and which are to be attained through it is to engage in the business of buying, selling, bartering and trading in milk, cream, butter, cheese, milk powder, condensed milk, lard, oleomargarine, eggs, poultry and all other domestic annimals; also feed, grain, minerals, concentrates and any

other agricultural products and all materials and equipment used in connection with and pertaining to said business, and to manufacture, process, condense, mix, dry, evaporate, dress, cure, freeze, and eviscerate and to do any and all other things pertaining to and in connection with the buying, selling, manufacture, and processing of the foregoing items, together with all of their by-products, and to maintain branch offices, buying stations, concentration points, manufacturing and processing plants.

ARTICLE IV.

To accomplish and attain the objects and purposes above declared for this corporation, it shall have the power to do any and all things incident to the operation and maintenance of a corporation for such purposes and in particular the following enumerated powers, to-wit:

1 - To acquire the goodwill, rights, and property of any person, firm or corporation and pay for the same in cash or in stock of this company, bonds, or obligations of this company, or otherwise, and to hold or in any manner dispose of the whole or any part of said property so acquired.

2 - To take, own, hold, deal in, mortgage, or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatsoever dispose of real and/or personal property within or without this state.

3 - To purchase, acquire, hold, sell or transfer the shares of its own capital stock, or in the stock of other corporations.

4 - To have perpetual succession.

5 - To sue and be sued in and by its corporate name.

6 - To have a common seal which it may alter at pleasure.

7 - To render the interests of the stockholders transferable.

8 - To exempt the private property of its members from liability for corporate debts, except as otherwise declared.

9 - To make contracts, acquire and transfer property, possession the same powers in such respects as natural persons.

10 - To establish bylaws and all rules and regulations necessary for the management of its affairs.

11 - To borrow money, issue negotiable instruments and other evidences of indebtedness except as prohibited by statue.

ARTICLE V.

Section 1. The authorized capital stock of this corporation shall be Thirty Thousand (30,000) Shares of stock, which shall be divided into two classes as follows:

(a) Common Stock A. consisting of Fifteen Thousand (15,000) Shares of Capital stock of One Dollar ($1.00) par value per share. Owners of this stock shall at all meetings of the corporation be entitled to one vote, for each share of stock owned.

(b) Common Stock B, consisting of Fifteen Thousand (15,000) Shares of capital stock of One Dollar ($1.00) par value per share. Owners of Common Stock B shall be entitled to vote at any meetings of the corporation. Owners of Common Stock B, may serve as members of the Board of Directors of said corporation. Common Stock B shall share equally in the net profits of the buisness. In case of dissolution of liquidation by vote of the corporation or otherwise, owners of Common Stock A and Common Stock B, after payment of all indebtedness of the corporation, shall share equally any dividends declared and paid.

(c) The President of this corporation, Ray E. Fowler, shall have the first option of purchasing any part or all of Common Stock A, and the Board of Directors shall not have authority to sell any Common Stock A until the said Ray E. Fowler has exercised his option. Any Common Stock A which Ray E. Fowler does not purchase may be sold by the said Board of Directors of said corporation. Common Stock B shall be sold to such persons as may be

selected by the said Board of Directors.

Section 2. All stock shall be transferable by assignment in accordance with the statues and laws of the State of Iowa, subject to the following limitations: Any registered owner of Common Stock B (hereinafter called the Retiring Stockholder) desiring to dispose of his stock shall give notice in writing to this corporation at its principal place of business stating that he desires to sell and transfer the same and defining the optional price (hereinafter called the Optional Prescribing Price) which said Retiring Stockholder is willing to accept as the selling price of his stock; (the retiring stockholder shall offer and the Corporation shall have the option to pay to the retiring stockholder for all stock offered, the prescribed or asking price or the book value of the stock as determined by the books of the company), and in such notice the Retiring Stockholder shall appoint this corporation as his agent to execute a sale and transfer of his stock at the elected Prescribed or Book Value Price. This corporation shall, within the period of thirty days after such notice, determine whether or not it desires to purchase such shares of stock (hereinafter called the Purchasing Stockholder) and shall give notice thereof to the Retiring Stockholder. Upon the giving of such notice to the Retiring Stockholder defining that this corporation or a Retiring Stockholder will purchase said stock, the Retiring Stockholder shall be bound to transfer such shares of stock to this corporation or the Purchasing Stockholder, as the case may be, at such time within fifteen (15) days thereafter as the corporation shall appoint. If, in any case, the Retiring Stockholder, after becoming bound as aforesaid, makes default in transfer of such shares of stock, the corporation may receive the purchase money and thereupon by proper instruments cause the name of the Purchasing Stockholder to be entered upon the stock register as the owners of such shares of stock and shall hold the purchase price of said stock in trust for the Retiring Stockholder, his executors, administrators and assigns. The receipt of the corporation for the purchase price of said stock shall be valid in favor of the Purchasing Stockholder who shall not be bound to see to the application of the purchase price thereof. After the name of the Purchasing Stockholder has been entered in the stock register in the exercise of the aforesaid powers, the validity of the proceedings shall not be questioned by any person, firm or corporation and the Purchasing Stockholder shall be deemed and taken to be the owener of said shares of stock. In event the corporation does not desire to purchase the stock of the Retiring Stockholder and in the event no purchaser is found by the corporation for said stock, the Retiring Stockholder may offer said shares of stock to the public generally at not less than the Prescribed Price set out in the written notice given by him to the corporation. In the event that no Purchaser, is found, at the Prescirbed Price set out in the notice from the Retiring Stocholder to the corporation, and the Retiring Stockholder as hereinbefore defined, desires to reoffer such shares of stock from time to time at a greater or lesser price, such offerings at the change in price shall be made first to and through the corporation in conformity with the provisions of this section.

Section 3. Voting by proxy is expressly authorized.

Section 4. No stock shall be issued until the corporation has received payment in full therefor at par or at the sale price established by the Board of Directors as aforesaid in cash or property; provided that when stock is to be issued for anything other than cash, such issue of stock must be approved by the Executive Council of the State of Iowa as provided by law.

Section 5. The capital stock hereby authorized may be increased by a vote of two-thirds (2/3) in interest of all the voting stockholders. When the authorized capital is increased, the additional shares of Common and Class B limited participarting stock shall be offered

to existing stockholders proportionately to their holdings at that time at not less than the price established for said classes of stock in accordance with law.

Section 6. This corporation shall have and hold a lien on all of the stock in the hands of each and every stockholder for debts due to the corporation from such stockholder.

ARTICLE VI.

The corporate period of this corporation shall begin on the date the Secretary of State issues a Certificate of Incorporation, and shall terminate at the expiration of twenty (20) years from said date, with the right of renewal as provided by law, unless sooner dissolved by a two-thirds vote of the stockholders at any annual meeting, or at a special meeting called for that purpose, or by unanimous consent as provided by law.

ARTICLE VII

The management of this corporation shall be vested in a Board of Directors consisting of not less than two nor more than five individuals, chosen by vote of the stockholders at the annual meeting of the corporation.

The Board of Directors immediately after their election shall select a president, vice-president, secretary, and treasurer, and such other officers as they may see fit or as may be provided for by the bylaws of this corporation. Any qualified person may hold one or more offices at the same time.

All officers of this corporation shall hold office for the term of one (1) year or until their successors are elected and have qualified. Directors or officers of the corporation need not be stockholders in the corporation. The Board of Directors is authorized to fill all vacancies in offices and in the membership of said Board which may occur between annual elections by appointment of qualified persons to the positions for the remainder of the term; and the Board of Directors may elect to the Board of Directors in the interim between annual stockholder's meetings any number of individuals to serve as directors until the next annual meeting, providing the total number so elected shall not exceed the maximum number which may compose said Board under these articles.

ARTICLES VIII

The annual election and meeting of the corporation shall be held at the principal offices of the corporation on the last Monday in April of each year. Until the first election which shall be held April 15, 1949, or until their successors are elected and have qualified, the following persons shall be directors:

NAME	POST OFFICE ADDRESS
Ray E. Fowler	Winterset, Iowa
Lloyd D. Hutson	Winterset, Iowa
Algena Fowler	Winterset, Iowa
Jno. N. Hartley	Winterset, Iowa

and the following persons shall be the officers of the corporation:

President	Ray E. Fowler
Vice-President	Lloyd D. Hutson
Secretary	Lloyd D. Hutson
Treasurer	Algena Fowler

Special meetings of the stockholders may be called at any time by the President giving ten (10) days' notice in person or in writing by mail, to the stockholders of record as of the date of the issuance of the call for the meeting; and special meetings shall be called by the President at any time upon request of twenty-five per cent (25%) of the shares of stock outstanding entitled to voting rights, and in case of his neglect or refusal to call a meeting, the parties owning twenty-five per cent (25%) of the shares of stock outstanding entitled to voting rights may join in a call to the stockholders, which meeting shall be the same as though called by the President. All calls or requests for special stockholders' meetings shall state what business is to be presented at the meeting and shall be in writing and be signed by the Secretary.

ARTICLE IX

The private property of the stockholders shall be exempt from corporate liability. This

article shall not be changed except by the unanimous consent of all the stockholders.

ARTICLE X

The corporation may make and alter its bylaws at pleasure and may authorize the Board of Directors to do so, subject to such restrictions as may be deemed advisable. These articles, except Article IX may be amended at any annual meeting of the stockholders, or at a special meeting called for the purpose of doing so by a two-thirds (2/3) vote of all stockholders of the corporation.

ARTICLE XI

All deeds, mortgages, conveyances, and contracts relating to real property shall be signed on behalf of this corporation by its president and countersigned by its secretary. All notes, bonds, stock certificates and other contracts and/or evidence of indebtedness and all releases and assignments shall be signed by the president and countersigned by the secretary.

IN WITNESS WHEREOF, the undersigned incorporation, each for himself, have hereunto subscribed their names on this 4 day of April, A.D. 1949.

Ray E. Fowler
Lloyd D. Hutson
Algena Fowler

STATE OF IOWA MADISON COUNTY) SS:

BE IT REMEMBERED, that on this 4 day of April, 1949, before me, a Notary Public in and for said county and state, personally appeared, Ray E. Fowler, Lloyd D. Hutson and Algena Fowler, said persons being to me personally known to be the identical persons whose names are subscribed to the foregoing Articles of Incorporation, and each for himself acknowledged the same to be his free and voluntary act and deed for the uses and purposes herein expressed.

Witness my hand and notarial seal at Winterset, in the County of Madison, State of Iowa, the day and year last above written.

(Notarial Seal)

Jno. N. Hartley Notary Public
in and for said County and State

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book g-13, Page 128, April 5-1949 Expires April 5-1969, Cert. No 711, Receipt No 711 Filed By Jno. N. Hartley, Atty Winterset, Iowa Filing Fee 45.00 Recording Fee 3.50

COMPARED

Melvin D Synhorst Secretary of State

"WINTERSET CENTENNIAL"
To
The Public

#2416
Fee $1.30

Filed for record the 21 day of April A. D. 1949 at 10:19 o'clock A. M.
Wilma M. Wade, Recorder
RECEIVED APR 12 1949 SECRETARY OF STATE

ARTICLES OF INCORPORATION OF WINTERSET CENTENNIAL

BE IT KNOWN THAT we, H. F. Ilgenfritz Goldie Johnson and Wanda Finney, all of Winterset, Madison County, Iowa, have adopted and do hereby adopt the following Articles of Incorporation for the purpose of forming a corporation, not for pecuniary profit, under the laws of the State of Iowa.

ARTICLE I
Name

The name of the corporation shall be "WINTERSET CENTENNIAL" and its principal place of business shall be in the City of Winterset, Madison County, Iowa.

ARTICLE II
Object of the Corporation

Section 1. The purpose of this corporation shall be to promote, supervise and carry on a proper observance of the 100th anniversary of establishing and founding of the City of Winterset, Iowa; to preserve and commemorate the establishment and history of the City of Winterset, Iowa, during the past 100 years; to inform and educate the citizens of this community as to the history, accomplishments and growth of Winterset and Madison County, Iowa, and in general to make the City of Winterset, Iowa, a better place in which to live.

Section 2. The further purpose of this corporation shall be cooperate with other local civic organizations in advancing a program of usefullness to the City, State and Nation.