Raymond C. Wharff
To
The Public

#8047
Fee $ 4.80 VGH

Filed for record the 29 day of December A. D. 1953 at 11:30 o'clock A. M.
Wilma M. Wade, Recorder

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS

At a specially called meeting of the stockholders of the Reliable Hog Company held at Winterset, Iowa, on the 29th day of September, 1953, at which meeting the owners of all of the capital stock were present and Raymond C. Wharff, the sole stockholder and sole director of said corporation, having waived notice of said meeting, the following resolution was adopted:

BE IT RESOLVED that the Articles of Incorporation of the Reliable Hog Company be amended as follows:

That Article III of said Articles of Incorporation be amended by deleting that part of said article commencing in line two and ending at the end of line three of said Article III and substituting in lieu thereof the following: Fifty Thousand Dollars ($50,000.00), divided into five hundred (500) shares of the par value of One Hundred Dollars ($100.00)."

That Article VI of said Articles of Incorporation be amended by deleting the words "1st day of January" appearing in line two of said Article VI and substituting in lieu thereof the words "1st day of December."

That Article X be deleted and the following substituted as Article X in said Articles of Incorporation, to-wit: "DURATION OF CHARTER. This corporation shall continue to conduct business from the original date of incorporation, to-wit: February 27, 1953, and shall continue for a period of twenty (20) years after said date unless sooner dissolved by a majority vote of the capital stock then outstanding."

That Article XV be amended by deleting the period at the end of the first paragraph of said Article XV and adding thereafter the following: "to-wit: February 27, 1953."

It was further resolved that Raymond C. Wharff as President and Secretary of said corporation was authorized to do all things necessary to effect the amendment and substitution of the Articles of Incorporation proposed.

There being no further business to come before the meeting, the meeting adjourned.

Dated at Winterset, Iowa, this 29th day of September, 1953.

Raymond C. Wharff
President and Secretary.

CERTIFICATION

STATE OF IOWA MADISON COUNTY) ss

I, Raymond C. Wharff, being first duly sworn on oath depose and say that I am the President and Secretary of the Reliable Hog Company; that the above and foregoing is a true and correct copy of the minutes of the specially called meeting of the shareholders of the Reliable Hog Company held on September 29, 1953; and that the same appears in the regular minute book of said corporation.

Raymond C. Wharff

Subscribed and sworn to before me by Raymond C. Wharff this 11th day of December, 1953.

(Notarial Seal)

Robert O. Frederick Notary Public
in and for Madison County, Iowa.

AMENDED AND SUBSTITUTED ARTICLES OF INCORPORATION
OF
RELIABLE HOG COMPANY

RECEIVED
1953 DEC -2 AM 8:14
SECRETARY OF STATE IOWA

KNOW ALL MEN BY THESE PRESENTS: That I, Raymond C. Wharff, whose name is hereto subscribed have formed a body corporate under the provisions of Chapter 491 of the 1950 Code of Iowa and to that end have adopted the following Articles of Incorporation.

ARTICLE I.
NAME OF CORPORATION

The name of the corporation shall be RELIABLE HOG COMPANY and its principal place of business shall be at Winterset, Madison County, Iowa.

ARTICLE II.
POWER AND OBJECT OF CORPORATION

Section 1. Object of Corporation.

The general object of this corporation shall be to establish and engage in the business of buying, selling, preparing for market, feeding, raising and generally dealing in livestock of every kind, class and description; to carry on a general livestock commission business; that is to buy and sell livestock, and act as broker in the purchase and sale of livestock, and to receive for sale and sell on commission livestock of every kind, class and description consigned for sale, and to make advancements on such consignments and to charge for such sales in advance, and to buy and sell livestock and other farm products on commission or otherwise; to enter into feeding and lease agreements pertaining to livestock of every kind, class and description; to own, operate and control a community auction sale business for carrying out the purposes of said business and to hire auctioneers and such other employees as may be necessary for the proper conduct of said business.

Section 2. General Powers.

The powers of this corporation shall be to exist for a period of twenty (20) years; to sue and to be sued in its corporate name; to render the interests of the stockholders transferrable; to exempt the private property of its members from liability for corporate debts; to make contracts, acquire and transfer property, possessing the same power in this respect as natural persons; to establish by-laws and make all rules and regulations necessary for the management of its affairs; to purchase, raise or sell, exchange, convey or encumber property, either real or personal, as may be necessary or convenient in carrying on the business of this corporation; to loan or borrow money and give or take security therefor; to exercise all powers now or hereafter conferred by the laws of the State of Iowa upon corporations for pecuniary property and have such power and authority in connection with all of the powers, purposes, or business of the corporation above enumerated, not inconsistent with law, as is necessary to carry such objects and purposes into effective operation.

The Directors of this corporation shall also have the power to determine the use and disposition of any surplus or net profits over and above the capital stock paid in, and in their discretion the Directors may issue and apply such surplus or accumulated profits in purchasing or acquiring obligations or shares of capital stock of this corporation, to such extent and in such manner and upon such terms as the Directors shall determine expedient; said shares of capital stock so purchased or acquired may be resold, unless such shares shall have been retired for the purpose of decreasing the corporation's capital stock as provided by law.

ARTICLE III.
CAPITAL STOCK

The amount of authorized capital stock of this corporation shall be Fifty Thousand Dollars ($50,000.00), divided into Five Hundred (500) shares of the par value of One Hundred Dollars ($100.00). All of the capital stock shall be issued and paid for at such time and on such terms and conditions as the Board of Directors may order. No capital stock shall be issued until it has been fully paid for, either in cash or in property, in accordance with the laws of the State of Iowa. The capital stock of this corporation shall be nonassessible.

ARTICLE IV.
DIRECTORS

The affairs of this corporation shall be conducted by a Board of not less than One (1) or more than five (5) Directors. Within said limits, the number of Directors may be fixed

by the stockholders at any annual meeting of the stockholders by a majority vote of the outstanding shares of stock. Until otherwise fixed as aforesaid, the Board of Directors shall consist of one (1) Director. The Directors shall hold office for One (1) year and until their successors are chosen and qualified. If a vacancy occurs in the Board of Directors during year, it shall be filled by a majority of the surviving members of the Board of Directors or, if none, by a majority vote of the stockholders of this corporation at a special meeting called for that purpose.

ARTICLE V.
OFFICERS

The officers of this corporation shall be a President, Vice-President, and Secretary-Treasurer. Two or more officers may be held by the same person at the same time. Officers shall hold office for one (1) year and until their successors are chosen and have qualified. If a vancancy occurs in any of the offices during the year, it shall be filled by a majority vote of the Directors of the corporation and officers so chosen shall hold office for the unexpired term and until the successors are chosen and have qualified.

ARTICLE VI.
STOCKHOLDERS' MEETING

The annual meeting of the stockholders of this corporation shall be held on the 1st day of December of each year at 10:00 o'clock A. M. in the office of the place of business of this corporation in the City of Winterset, Madison County, Iowa.

The Directors of this corporation shall be elected at the annual meeting. All voting shall be by ballot and each stockholder shall be entitled to one (1) vote for each share of stock held by him. The officers of this corporation shall be chosen by the Directors each year immediately after the annual meeting of the stockholders. Until the first annual meeting of the stockholders of this corporation and until their successors are chosen and qualified, the Director of this corporation shall be Raymond C. Wharff of Winterset, Iowa, and all offices of this corporation shall be held by Raymond C. Wharff of Winterset, Iowa.

ARTICLE VII.
THE DIRECTORS

Each Director of this corporation shall be a stockholder therein, and, if any Director shall cease to be a stockholder, he shall forthwith cease to be a Director.

ARTICLE VIII.
SPECIAL MEETINGS

Special meetings of the stockholders of this corporation may be called at any time by the President or by a majority of the Board of Directors, who shall cause to be mailed to each stockholder of record, a five (5) days' notice of such meeting. By unanimous consent of the stockholders, a special meeting may be held without notice at any time.

ARTICLE IX.
PRIVATE PROPERTY EXEMPT

The private property of the stockholders of this corporation shall at all times be exempt from any and all of the debts of this corporation.

ARTICLE X.
DURATION OF CHARTER

This corporation shall continue to conduct business from the original date of incorporation, to-wit: February 27, 1953, and shall continue for a period of twenty (20) years after said date unless sooner dissolved by a majority vote of the capital stock then outstanding

ARTICLE XI.
BY-LAWS

The Board of Directors of this corporation by a majority vote thereof of all the members, and without action on the part of the stockholders, may make, alter, amend or repeal By-Laws of the corporation.

ARTICLE XII.
DISPOSITION OF ASSETS

When authorized by a majority vote of the outstanding capital stock, the Board of Directors of this corporation shall have the power and authority to sell, assign, mortgage, convey and otherwise dispose of all of the property of the corporation and the assets of the corporation at such price and at such terms and conditions as they shall prescribe.

ARTICLE XIII.
CONVEYANCE OF REAL ESTATE

Section 1. All conveyances of real estate made of this corporation shall be signed by the President and duly acknowledged by said officer.

Section 2. All mortgages, judgments and liens of any kind or description in favor of the corporation may be satisfied, released or assigned by either the President, or Secretary-Treasurer, or any officer of this corporation authorized by its By-Laws to make said satisfaction, release or assignment, and legally acknowledged by the officer making said satisfaction, release or assignment.

ARTICLE XIV.
AMENDMENTS

These Articles of Incorporation, except Article IX, may be amended at any annual meeting of the stockholders, or at any special meeting of the stockholders provided that no such amendment shall be made without the affirmative vote in its favor of the majority of the shares of the capital stock then outstanding.

ARTICLE XV.
COMMENCEMENT OF BUSINESS

The business of this corporation shall be the continuation of the business of the RELIABLE HOG COMPANY originally incorporated under date of February 27, 1953, and this corporation shall be deemed to be in existence as of the date of the issuance of the certificate of incorporation by the Secretary of State of the State of Iowa, to-wit: February 27, 1953.

IN WITNESS WHEREOF, I have made, signed and executed these Articles of Incorporation, by the terms of which I agreed to be bound, this 29th day of September, A. D. 1953.

Raymond C. Wharff

STATE OF IOWA MADISON COUNTY) ss

Now on this 29th day of September, A. D. 1953, before me, Robert O. Frederick, a Notary Public in and for Madison County, State of Iowa, personally appeared Raymond C. Wharff, to me personally known, who by me being duly sworn, did say that he is the person described in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed my Notarial Seal the day and year last above written.

(Notarial Seal)

Robert O. Frederick Notary Public
in and for Madison County, Iowa.

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

This instrument recorded in Book G-15, Page 676, Dec. 18, 1953, Expires Feb. 27, 1973, Cert No. 3676, Receipt No. 3676 Filed by Webster & Frederick, Atty, Winterset, Iowa.
Filing Fee 40.00 Recording Fee 2.25 Melvin D. Synhorst Secretary of State

COMPARED

Paul Hochstetler & Ralph Mapes
To
The Public

#45

Fee $ 1.00

Filed for record the 5 day of January A. D. 1954 at 11:00 o'clock A. M.

Wilma M. Wade, Recorder

AFFIDAVIT

State of Iowa, Madison County) ss:

I, Paul Hochstetler, and I, Ralph Mapes, of said county and state, being first duly sworn on oath depose and say that we have been residents of Madison County, Iowa, for more than 20 years last past, and during all of said time have lived in the neighborhood