its corporate title was changed to Penn-Dixie Cement Corporation by Certificate of Amendment to the Certificate of Incorporation, duly filed and recorded in the appropriate offices in the State of Delaware on April 19, 1951;

That on December 31, 1936, and prior thereto, said corporation, then known as Pennsylvania-Dixie Cement Corporation, was the sole stockholder in Winterset Limestone Company, an Iowa corporation; that the deed from said Winterset Limestone Company to Pennsylvania-Dixie Cement Corporation, dated December 31, 1936, filed January 4, 1937, and recorded in Deed Records 72 at Page 322 in the office of the Madison County, Iowa, recorder, was simply an inter-corporate transfer of property from wholly owned subsidiary to parent corporation, and was made in the course of winding up the affairs of said Winterset Limestone Company, which had no creditors, and was in process of dissolution; that said deed was executed and delivered prior to the filing of proof of publication of notice of dissolution of Winterset Limestone Company on the same date;

That I made this affidavit to establish certain facts with reference to the chain of title to certain real estate presently owned by Penn-Dixie Cement Corporation and located in Sections 33 and 34, Township 76 North, Range 27, West of the 5th P. M., Madison County, Iowa.

Further this affiant saith not.

J. O. Moore

J. O. Moore
Penn-Dixie Cement Corporation

NOTARIAL SEAL

Subscribed and sworn to before me by the said J. O. MOORE this 5th day of March, 1956.

Eugene Davis Notary Public
in and for Polk County, Iowa

Carl R. Parker & wife
To
Penn-Dixie Cement Corp.

#1237

Fee $1.00 C.H.

Filed for record the 7 day of March A. D. 1956 at 9:45 o'clock A. M.

Mary E. Welty, Recorder

RIGHT OF ENTRY.

WHEREAS, the Penn-Dixie Cement Corporation, a Delaware Corporation, has this day delivered to Carl R. Parker, of Madison County, Iowa, a warranty deed conveying lands in Sections Thirty-three and Thirty-four (33 & 34) in Township Seventy-six (76) North, Range Twenty-seven (27) West of the 5th P.M., Madison County, Iowa, and there is personal property on said real estate belonging to said corporation.

For a valuable consideration, Carl R. Parker hereby gives to said corporation the right to re-enter, by its employees or agent, said real estate at any time prior to October 1st 1956, for the purpose of removing therefrom personal property described as rails, ties, iron, a hammermill and such other personal property as may belong to said corporation.

Berniece K. Parker, wife of Carl R. Parker, hereby joins in this instrument for the purpose of consenting thereto.

Dated this 5th day of March, 1956, at Winterset, Iowa.

Carl R. Parker
Berniece K. Parker

STATE OF IOWA MADISON COUNTY) ss:

On this 5th day of March, 1956, before the undersigned, a Notary Public within and for Madison County, State of Iowa, personally came CARL R. PARKER and wife BERNIECE K. PARKER, personally to me known to be the identical persons whose names are affixed to the above instrument as grantors and acknowledge the execution of the same to be their voluntary act and deed for the purpose therein expressed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal on the date last above written.

Jno. N. Hartley Notary Public
in and for Madison County, Iowa

NOTARIAL SEAL