

Delaware

RECEIVED

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SECRETARY OF STATE
IOWA

ARTICLES OF INCORPORATION
of
SOPPE SYSTEMS, INC.

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the section 201 of the Iowa Business Corporation Act, the undersigned, acting as incorporator of a corporation, adopts the following Articles of Incorporation for the corporation.

1. The name of the corporation is Soppe Systems, Inc.
2. The number of shares the corporation is authorized to issue is as follows:
 - (a) 100,000 shares of Class A common voting stock;
 - (b) 1,000,000 shares of Class B common nonvoting stock;
 - (c) 2,000,000 shares of Class C preferred stock.
3. The street address of the corporation's initial registered office in Iowa and the name of its initial registered agent at that office is:

John B. Soppe - registered agent
RR 2 - Box 104
Manchester, Iowa 52057

4. The name and address of each incorporator is:

John B. Soppe
RR 2 - Box 104
Manchester, Iowa 52057

John B. Soppe
John B. Soppe - Incorporator
RR 2 - Box 104
Manchester, Iowa 52057

Receipt No. RI42255

IOWA

SECRETARY OF STATE

490 DP-140937
DOLPHIN LAW FIRM
ATTN THOMAS J HANSON
310 E MAIN ST
MANCHESTER IA 52057

ACKNOWLEDGMENT OF DOCUMENT FILED

The secretary of state acknowledges receipt of the following document from the filing party named above:
Articles of Incorporation

The document was filed on Feb. 12, 1990, at 16:06.

The amount of \$50.00 was received in full payment of the filing fee.

SECRETARY OF STATE

Daine Doster