

#130935
Delaware

ARTICLES OF INCORPORATION
OF
HART RIDGE, INC.

TO: THE SECRETARY OF STATE
OF THE STATE OF IOWA

The undersigned, acting as incorporator of a corporation organized under Chapter 496A of the 1987 Code of Iowa, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is: HART RIDGE, INC.

ARTICLE II

Duration

The period of its duration is perpetual.

ARTICLE III

Powers

The corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which corporations may be organized.

ARTICLE IV

Shares

The aggregate number of shares which the corporation is authorized to issue is 25,000 shares of common stock with no par value.

ARTICLE V

Registered Office and Agent

The address of the initial registered office of the corporation is R. R. #5, Manchester, Iowa 52057. The registered agent at such address is William E. Gearhart.

ARTICLE VI

Board of Directors

The number of directors constituting the initial Board of

FILE No. <u>24-3096</u>	FILED FOR RECORD THE <u>27</u> DAY OF	STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE \$ <u>15.00</u>	<u>June</u> 19 <u>90</u> AT <u>9:10</u>	<u>Joan Sheppard</u> , Recorder
TRANSFER FEE \$	O'CLOCK <u>A</u> M. BOOK <u>8</u> PAGE <u>47</u>	By <u>Art. of Inc.</u> , Deputy

Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and shall qualify are:

Name	Address
William E. Gearhart	R. R. #5 Manchester, Iowa 52057

ARTICLE VII

Incorporator

The name and address of the incorporator is: William A. Conzett, 491 West 4th Street, Dubuque, Iowa 52001.

ARTICLE VIII

Restriction on Transfer of Stock

If (a) Any two or more shareholders or subscribers of stock of the corporation shall enter into any agreement abridging, limiting or restricting the rights of any one or more of them to sell, assign, transfer, mortgage, pledge, hypothecate, or transfer on the books of the corporation, any or all of the stock of the corporation held by them, and if a copy of said agreement shall be filed with the corporation, or if (b) The incorporator or the shareholders entitled to vote shall adopt any BY-law provisions abridging, limiting or restricting the aforesaid rights of any shareholders, then and in either of such events all certificates of shares of stock subject to such abridgements, limitations, or restrictions shall have a reference thereto endorsed thereon by an officer of the corporation, and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of such agreement or BY-law, as the case may be.

ARTICLE IX

Corporate Seal

The corporation shall not have a corporate seal.

ARTICLE X

Instruments Affecting Real Estate

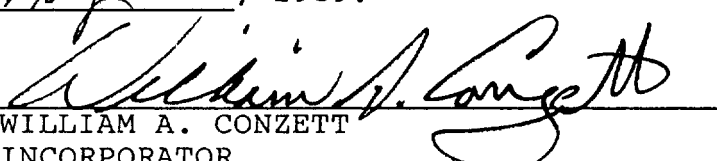
All deeds, mortgages, leases or other instruments conveying, encumbering or affecting real estate made by the corporation shall be executed by the President and countersigned by the Secretary,

and all releases of mortgages, liens, judgments or other claims that are required by law to be made of record may be executed by the President, Vice-President or Secretary.

ARTICLE XI

A director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of its director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the director derived an improper personal benefit, or (iv) under Section 496A.44 of the Code of Iowa.

DATED this 5 day of May, 1989.

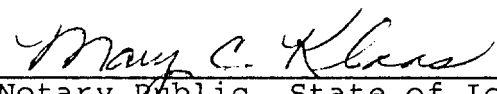

WILLIAM A. CONZETT
INCORPORATOR

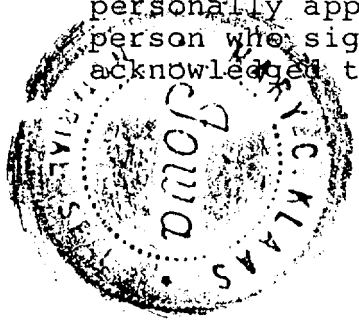
STATE OF IOWA

SS:

COUNTY OF DUBUQUE

On this 5 day of May, 1989, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared WILLIAM A. CONZETT, to me known to be the same person who signed the foregoing Articles of Incorporation and acknowledged the same to be his voluntary act and deed.


Notary Public, State of Iowa



FILED in the Office of the Secretary of State of Iowa By: <u>William A. Konzett, (Notary) Cable Car Square</u> <u>(May 11, 1989) 491 West 4th St. Dubuque, IA</u> Cert. No. <u>C122936</u> <u>ELAINE BAXTER</u> , Secretary of State <u>52001</u>
