

DELEWARE

RECEIVED

ARTICLES OF INCORPORATION

of

PHILIPPSON MASONRY & CONCRETE, INC.

APR 23 12 59 PM '91

SECRETARY OF STATE
IOWA

04239114145-VA001 84860ARTIA SOS \$50.00

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to Section 202 of the Iowa Business Corporation Act, the undersigned, acting as incorporator(s) of a corporation, adopts the following articles of incorporation for the corporation.

1. The name of the corporation is PHILIPPSON MASONRY & CONCRETE, INC.

2. The kind and number of shares the corporation is authorized to issue is One Hundred Thousand (100,000) of common 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:

Jane Philipppson
152 West Union Street
Manchester, IA 52057

4. The name and address of each incorporator is:

Jane Philipppson
152 West Union Street
Manchester, IA 52057

5. No holder of any shares of the corporation have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of the corporation now or hereafter authorized or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

6. The business of the corporation shall be managed by a board of directors consisting of not less than one or more than five in number. The name and address of the persons who will make up the initial board of directors and who are serving as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Ray Philipppson
152 West Union Street
Manchester, IA 52057

Jane Philipppson
152 West Union Street
Manchester, IA 52057

FILE No. 89-2471 FILED FOR RECORD THE 26 DAY OF STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE \$ 15.00 April, 19 91 AT 10:49 Joan Sheppard, Recorder
TRANSFER FEE \$ O'CLOCK A.M. BOOK 8 PAGE 101 Art. of Inc.

7. No director of the corporation shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for such acts or admissions not in good faith, or which involved intentional misconduct, or which involve a knowing violation of law, or which involve a transaction from which the director derives an improper personal benefit, or which involve a distribution made in violation of Iowa law and the articles of incorporation.

Signed this 18th day of April, 1991 at Manchester, Delaware County, Iowa.

Jane Philippson, Inc.
Jane Philippson, Incorporator

STATE OF IOWA)
(ss:
DELAWARE COUNTY)

On this 18th day of April, 1991, before me, personally appeared Jane Philippson, to me known to be the person named and who executed the foregoing articles of incorporation, and acknowledge that she executed the same as her voluntary act and deed.

Donald Williams
NOTARY PUBLIC IN AND FOR THE
STATE OF IOWA



Receipt No. R175164

SECRETARY OF STATE

490 DP-150045
PHILIPPSON MASONRY & CONCRETE, INC.
C/O HANSON & WERGER LAW FIRM
ATTN: WILLIAM D WERGER
401 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 Apr. 23, 1991, at 12:59.

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

SECRETARY OF STATE