

FILE No. 1890 FILED FOR RECORD THE 1 DAY OF STATE OF IOWA, CLAYTON COUNTY:
RECORDING FEE \$ 15.00 SEPTEMBER 19 88 AT 9:50 Recorder
O'CLOCK A. M. BOOK 36 PAGE 419-421 By *Joan Sheppard* Deputy

ARTICLES OF INCORPORATION
OF
TRI-COUNTY STATIONS, INCORPORATED

We, the undersigned person(s), acting as incorporators of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa (1987), hereby adopt the following Articles of Incorporation for such corporation.

I. The name of the corporation is Tri-County Stations, Incorporated.

II. Corporate existence shall commence upon issuance of the Certificate of Incorporation by the Secretary of State, and shall continue thereafter for an unlimited time.

III. The corporation shall have full and unlimited power to engage in, and to do any lawful acting concerning any and all lawful business(es) for which corporations may be organized under that Act.

IV. A. The aggregate number of shares which the corporation shall have the authority to issue is 300,000 shares, consisting of three classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class are as follows:

Class	Number of Shares	Par Value
Common (voting)	100,000	\$1
Common (non-voting)	100,000	\$1
Preferred	100,000	\$1

B. At every meeting of the shareholders, every shareholder of the Common Voting shares shall be entitled to one (1) vote for each common voting share outstanding in his name on the books of the corporation. At every meeting of the shareholders, every shareholder of the preferred shares shall be entitled, with respect to every question upon which he has the right to vote, pursuant to the provisions of the Act, to one (1) vote for each share of Preferred standing in his name on the books of the Corporation. The holders of the Preferred shares shall have no right under any circumstances to vote at any election for directors, or upon any subject or proposal with respect to which the Act does not affirmatively entitle them to vote.

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FILE No. 93-2605 FILED FOR RECORD THE 9 DAY OF STATE OF IOWA, DELAWARE COUNTY
RECORDING FEE \$ 15.00 May 19 91 AT 9:13 Recorder
TRANSFER FEE \$ O'CLOCK A. M. BOOK 8 PAGE 107 *Art of Inc.* Deputy

C. Authority is hereby vested in the Board of Directors to divide and issue eight hundred (800) shares of the Preferred class, presently authorized, but not hitherto issued, into series, and, prior to the issuance of each such series, to fix and determine the variations in the relative rights and preferences as between such series. Any or all of the series of any such Preferred class, and the variations in the relative rights and preferences as between different series shall be so fixed and determined, but all shares of Preferred shall be identical, except as to the following relative rights and preferences, as to which there may be variations as between each series:

1. The rate of dividends;
2. The price at and the terms and conditions on which shares may be redeemed,
3. The amount payable upon shares in the event of liquidation, voluntary or involuntary,
4. Sinking fund provisions for the redemption or purchase of shares; and
5. The terms and conditions on which shares may be converted, if the shares of any series are issued with the privilege of conversion.

The Board of Directors shall adopt a resolution setting forth the designation of each series and fixing and determining the relative rights and preference thereof, and upon the filing in the office of the Secretary of State of Iowa of the statement required by the Act, such resolution shall become effective and shall become a part of these Articles of Incorporation.

V. The address of the initial registered office of the corporation is 118 West Mission Street, in the City of Strawberry Point, County of Clayton, Iowa, and the name of its initial registered agent at such address is John C. Compton.

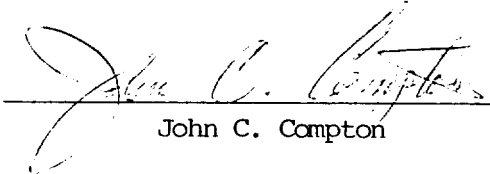
VI. The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting until successor(s) are elected is:

Name	Address:
Eugene Welterien	% F. Day Welterien Edgewood, Iowa 52042

Name	Address:
John C. Compton,	Strawberry Point, Iowa 52076

Articles of Incorporation
Stations Inc.
Page Three

DATED AT Strawberry Point, Iowa this 12th day of August, 1988.


John C. Compton

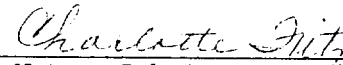
STATE OF IOWA

SS:

COUNTY OF CLAYTON

On this 12th day of August, 1988, before me, the undersigned, a Notary Public in and for said County and State, personally appeared John C. Compton, to me known to be the identical person named in and who executed the within and foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.

Charlotte Fritz


Notary Public in and for the State
of Iowa



OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA			
This instrument recorded in Book _____	Page _____	<u>Aug 15 1988</u>	
Expires <u>perp</u>	Cert. No. <u>C102792</u>	Receipt No. _____	
Filed by <u>John C. Compton, atty - Strawberry Point,</u>			
Filing Fee <u>50.00</u>	Recording Fee _____	<u>Chaine Baxter</u> Secretary of State	

Strawberry Point,
La 50276