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DELAWARE COUNTY IOWA
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DELAWARE COUNTY IOWA

RECORDER

\$11.00

Kathy Flynn Thurlow

5763-96

'96 MAY 16 AM 10 50

KATHY FLYNN THURLOW
COUNTY RECORDER

DUBUQUE CO., IOWA FEES

\$11.00

195557

Tom Jenk

\$50.00

SOS

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Prepared by: Attorney Tom Jenk, P.O. Box 304, Dyersville, Iowa 875-7191

ARTICLES OF INCORPORATION

OF

ALL STAR MFG., INC.

I, Cletus J. Engelken, sole incorporator of a corporation under the Iowa Business Corporation Act, under Chapter 496A of the Iowa Code, adopt the following Articles of Incorporation for said corporation:

ARTICLE I.

The name of the corporation shall be ALL STAR MFG., INC.

ARTICLE II.

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

ARTICLE III.

The address of the initial registered office of the corporation is 900 - 11th Street N.E., Dyersville, Dubuque County, Iowa, 52040, and the name of the initial registered agent is Cletus J. Engelken.

ARTICLE IV.

The corporation shall have perpetual duration and shall begin and commence corporation existence on May 15, 1996, subject to the approval of the Secretary of State, State House, Des Moines, Iowa, and the issuance of a certificate of acknowledgement by them of incorporation.

ARTICLE V.

The shares of stock which the corporation is authorized to issue are:

Common Stock - 10,000 shares having a par value of \$100.00 per share, or a total of \$1,000,000.00. Each shareholder shall be entitled to one vote for each share of said common stock herein.

ARTICLE VI.

The private property of the shareholders of this corporation shall not be liable for the corporate debts or liabilities, but shall be wholly exempt therefrom.

ARTICLE VII.

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the people to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify are:

Cletus J. Engelken
1329 - 1st Street S.W.
Dyersville, Iowa 52040

ARTICLE VIII.

The names and addresses of the incorporators are:

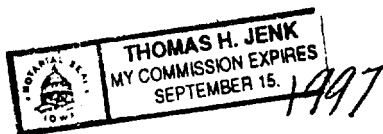
Cletus J. Engelken
1329 - 1st Street S.W.
Dyersville, Iowa 52040

Dated this 3rd day of May, 1996.

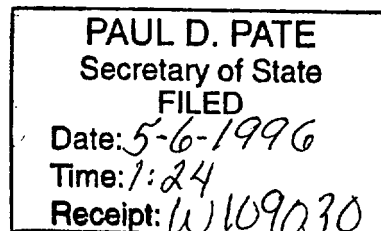
Cletus J. Engelken
Cletus J. Engelken

STATE OF IOWA)
) ss:
COUNTY OF DUBUQUE)

On this 3rd day of May, 1996, before the undersigned, a Notary Public in and for the State of Iowa, personally appeared Cletus J. Engelken, to me known to be the person named in and who executed the foregoing as his voluntary act and deed.



Thomas H. Jenk
Notary Public in and for the State of Iowa



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