

Miscellaneous Record, No. 23, Madison County, Iowa

ENTERPRISE INVESTMENT CO.

#4317

Filed for record the 27 day of November
A.D. 1942 at 1:33 o'clock P.M.

To

Fee \$1.50 ✓

Pearl E. Shetterly, Recorder

The Public

Book 1252 Page 380

Inst. No 1846

Polk County, Iowa Filed for Record

At 2:55 Jan 17 1935 P.M.

Agnes Lee Hermansen, Recorder.

By E. C. Thompson

1.50

CERTIFIED COPY
ARTICLES OF INCORPORATION

To

ENTERPRISE INVESTMENT COMPANY

I KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, hereby associate ourselves together as a body corporate under and by virtue of the provisions of Chapter 384, Title 19, of the Code of Iowa, for the year 1931, and the laws and acts amendatory thereto, assuming all rights, powers and privileges granted to bodies corporate and all duties and obligations imposed by said title, and adopt the following Articles of Incorporation.

Article I. Name and Place of Business.

The name of this corporation is and shall be Enterprise Investment Company, and its principal place of business shall be in the City of Des Moines, Polk County, Iowa.

Article II.

Objects and Purposes.

The object of this corporation is to manufacture, purchase or otherwise acquire and hold, own, mortgage or otherwise lien, pledge, lease, sell, exchange or in any manner dispose of and invest, deal and trade in and with goods, wares, merchandise and personal property of any and every class.

To buy, purchase or otherwise own, hold, sell, convey, lease, mortgage or encumber real estate, or any other property; to carry on the business of dealing in live stock and farm produce, and operate and cultivate farm lands and to do all things incident to general farm and stock raising.

To make loans and secure the same by real estate and chattel mortgages and do a general mortgage loan business.

All conveyances of real property made by the corporation shall be executed by the president and countersigned by the secretary, with an impression of the corporate seal attached, if the corporation has a seal, and all releases of mortgages, and other instruments required by law to be made of record shall be executed in the same manner.

Article III.

Term of Corporation.

This corporation may commence business on the signing of the articles of incorporation and the issuance of a certificate of incorporation by the Secretary of the State of Iowa as required by law and shall continue for a period of twenty years with the right of renewal unless sooner dissolved by a majority vote of the stockholders, called for that purpose.

Article IV.

Capital Stock.

The authorized capital stock shall be divided into one hundred shares without par value.

The consideration for which said shares may be issued shall be fixed by the stockholders at any annual meeting or any special meeting thereof called for that purpose or by the Board of Directors acting under authority of such stockholders given in like manner.

All of the stock of the corporation shall be issued and paid for in money or property as and when issued and paid for and the shares shall be non-assessable.

All stock issued for property shall, be issued in accordance with the statutes of the State of Iowa.

The capital stock authorized may be increased by a two-thirds vote of all stockholders by the adoption of an amendment to these articles.

Article V.

Stockholders' Meetings.

Sec. 1. The annual meeting of the stockholders of this corporation shall be held at the principal place of business on the first Monday in January of each year, unless the first Monday shall happen to be the first day of January, in which event the meeting shall be held on the

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second Monday in January, at which annual meeting the directors of the corporation shall be elected for the ensuing year, who shall hold office until the next annual meeting or until their successors are elected and qualified, and such other business shall be transacted at such annual meeting as shall properly come before it.

Sec. 2. Special stockholders meetings shall be held on the written request of one-third of the outstanding shares of stock or upon the call of any two of the officers.

Sec. 3. Notice of each stockholders' meeting shall be mailed to each holder of stock of the corporation whose name appears on the stock book of the company at least ten days prior to the meeting. Such notice shall be addressed to the place appearing on the stock books as the stockholder's place of residence and in case no address appears there, it may be addressed to Des Moines, Iowa, and no other notice need be given. In case of special meetings, said notice shall specify in a general way all matters to come before said meeting and no other business may be transacted.

Sec. 4. The holders of stock in legal meeting assembled by a two-thirds vote shall have power to transact business, to make and adopt by-laws for the government and regulation of the corporation and its officers or may authorize the board of directors to do so.

Section 5. At all stockholders' meetings, each holder of stock shall be entitled to one vote for each share of stock standing in his name on the books of the company, which vote may be cast by the holder in person or by written proxy.

Article VI.
Board of Directors.

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The affairs of this corporation shall be managed by a board of directors of not less than one nor more than five directors, elected annually by the stockholders.

The board of directors shall elect from among their members a president, vice-president, secretary and treasurer, and any one person may hold more than one office.

Until the first election which shall be held in January 1935, the following persons shall

be directors: George W. Graesser - Des Moines, Iowa
Virginia Graesser - Des Moines, Iowa
George Graesser Jr - Des Moines, Iowa

Until the first election which shall be held in January, 1935, the following persons

shall be officers: George W. Graesser - President
George W. Graesser Jr - Vice President,
Virginia Graesser - Secretary and Treasurer.

Article VII.
Exemption.

The private and individual property of stockholders shall be and is hereby made exempt from the payment of the debts of the corporation.

Article VIII.
Amendments.

These articles of Incorporation may be amended at any annual meeting or at any special meeting called for that purpose by a vote of two-thirds of the capital stock outstanding.

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In witness whereof, we have hereunto subscribed our names this 11th day of December A.D. 1934, at Des Moines, Iowa.

George W. Graesser
Virginia Graesser
George W. Graesser Jr

STATE OF IOWA, POLK COUNTY :ss:

BE IT REMEMBERED, that on this 13th day of December A.D. 1934, before me Paul W. Walters, a Notary Public in and for Polk County, personally appeared George W. Graesser, Virginia Graesser, and George Graesser Jr., said persons being personally known to me to be the identical persons whose names are subscribed to the foregoing Articles of Incorporation, and each acknowledged to me that the same was their voluntary act and deed for the purposes therein expressed.

Witness my hand and seal this 13 day of December A.D. 1934.

(Notarial Seal)

STATE OF IOWA COUNTY OF POLK SS.

Paul W Walters Notary Public
in and for Polk County, Iowa.

I, Jene Hammill, Recorder of said county, hereby certify that the foregoing writing is a

Miscellaneous Record, No. 23, Madison County, Iowa

Photographic copy from the original record in this office and from the whole thereof, which is recorded in Book 1252 Page 380 to 384 Inc.

Dated at Des Moines, Iowa, in said County on the 5 day of Nov. 1942.

No Seal

Jene Hamill
Recorder of Polk County, Iowa

ARI 1846 ✓

Filed for record in the Office of Secretary of State Dec 14 A.D. 1934 and recorded in book H-9 page 181

Mrs Alex Miller Secretary of State

Expires Dec 14, 1954

Cert. No. 2509

Receipt No. 10067

Filed by George W. Graesser Des Moines
for Enterprise Investment Company

Filing Fee \$25 Recording \$2 1/17/35 4-8421

COMPARED