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FILE NO. 513 FILED FOR RECORD THE 15 DAY OF STATE OF IOWA, PAYETTE COUNTY,  
 RECORDING FEE \$ 8.50 February, 1978 AT 9:00 A. IN Helen Friedman Recorder  
 TRANSFER FEE \$ Art. of INC. BOOK 8 PAGE 292-293 By \_\_\_\_\_ Deputy

RECEIVED A 51401

DEC 27 11 3 63

RESTATED ARTICLES  
 OF  
 INCORPORATION

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the provisions of Section 61 of the Iowa Business Corporation Act, Chapter 496A, Code of Iowa, the undersigned corporation adopts the following Restated Articles of Incorporation:

- I. The name of the corporation is Claxton Acres, Inc.
- II. The period of its duration is perpetual.
- III. The purpose or purposes which it is authorized to pursue is, or includes, the transaction of any or all lawful business for which the Corporation may be incorporated under the Iowa Business Corporation Act.
- IV. The aggregate number of shares which the Corporation has authority to issue is:
  - (a) 750,000 shares of \$1.00 a share par value, 7% noncumulative preferred, shares. The preferred shares shall entitle the holders thereof to receive out of the surplus of the Corporation a noncumulative dividend at the rate of 7% per annum, payable annually, before any dividend shall be set apart or paid on the common shares for such year, and the remainder of the surplus or net earnings applicable to the payment of dividends shall be distributed as dividends among the holders of the common shares, as and when the Board of Directors determines.

In case of liquidation, dissolution, or distribution of assets of the Corporation, the holders of preferred shares shall be paid the par amount of such preferred shares before any amount shall be payable to the holders of the common shares; and after the payment of the par amount of such preferred shares to the holders thereof, the balance of the assets and funds of the Corporation shall be distributed wholly among the holders of the common shares.

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class into series and fix and determine the designation of such series and the variations in the relative rights and preferences between the shares of such series, or authorize the Board of Directors to do so.

- 9. Limit or deny the existing preemptive rights, if any, of the shares of such class.
- 10. Cancel or otherwise affect dividends on the shares of such class which have accrued but have not been declared.

(b) 500,000 shares of \$1.00 a share par value common stock.

All shareholders, preferred and common alike, shall be entitled to one vote per share in accordance with the Iowa Business Corporation Act, and there shall be voting by class only as above stated with regard to preferred shares.

V. These Restated Articles of Incorporation: (1) set forth the provisions of the Articles of Incorporation of the Corporation as heretofore and hereby amend; (2) have been duly adopted as required by law; and (3) supersede the original Articles of Incorporation of the Corporation and all amendments thereto.

Dated December 12, 1977.

CLAXTON ACRES, INC.

By Clair L. Claxton  
Clair L. Claxton, Its President and Clair L. Claxton, Its Secretary

STATE OF IOWA :  
                  : ss.  
COUNTY OF POLK :

I, Clair L. Claxton, being first duly sworn on oath,