

ARTICLES OF INCORPORATION  
OF  
FALEY ENTERPRISES, INC.

I, J. Michael Faley, acting as an incorporator, being a person of full legal age, for the purpose of forming a corporation under the "Iowa Business Corporation Act", being contained in Chapter 496A, Code of Iowa 1975, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be Faley Enterprises, Inc., its principal place of business shall be at Dubuque, in the County of Dubuque, State of Iowa.

ARTICLE II

The corporate period of this corporation shall begin on the 1st day of April, 1976, and shall exist perpetually thereafter unless sooner dissolved as provided by law.

ARTICLE III

The address of the initial registered office of this corporation in the State of Iowa is: 2644 Pennsylvania Avenue, Dubuque, Iowa 52001; and the name of its initial registered agent at such address is: J. Michael Faley.

ARTICLE IV

The purpose or purposes for which this corporation is organized are: To engage in any business permitted by, and to have unlimited power to engage in, and to do any lawful act concerning any or all lawful businesses for which corporations may be organized under the Iowa Business Corporation Act.

ARTICLE V

The authorized capital stock of this corporation is 50,000 shares of the par value of \$10.00 each, which shall all be common stock of the same class.

ARTICLE VI

When the board of directors determines to issue any capital stock of this corporation, and any further increase of the same, or any portion thereof, such stock shall first be offered to the then present shareholders of this corporation who may desire to subscribe for such stock, pro rata in relation to their then present holdings of the stock of this corporation, for which payment shall be made to the corporation of consideration expressed in dollars, of not less than the par value of the shares of stock to be issued as may be determined and fixed by the board of directors.

ARTICLE VII

The transfer of shares of the Corporation by gift or sale, may be restricted as provided in the By-laws and not inconsistent with Chapter 496A Iowa Code.

ARTICLE VIII

The corporation shall have no seal.

ARTICLE IX

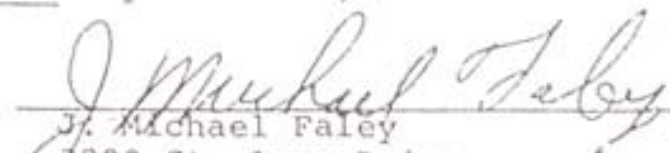
The number of directors constituting the initial board of directors of the corporation is one, the name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until a successor is elected and shall qualify is:

J. Michael Faley      3280 St. Anne Drive, Dubuque, IA 52001

ARTICLE X

All conveyances of real property of the corporation, documents affecting the interest of the corporation in any real estate, all mortgages, promissory notes, or other evidence of indebtedness of the corporation, all certificates of Capital stock, and all releases of mortgages, liens, judgments, or other liens or claims required by law to be of record shall be executed by the President or Vice President and the Secretary of the Corporation.

IN WITNESS WHEREOF, I, the undersigned incorporator whose address is set forth immediately below, have hereunto subscribed my name this 19TH day of March, 1976.

  
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J. Michael Faley  
3280 St. Anne Drive  
Dubuque, Iowa 52001  
Incorporator