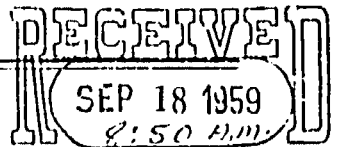


1. Considered 1-26, 1960 Appl. No. 554-2
2. Name of Applicant Western Cattle Co
3. Post Office Address Rapid City
4. Amount of water claimed 18.1
5. Source of water supply dry draws
6. Water to be used for irrigation
Acres to be irrigated 1264.2
7. Water to be diverted and used in Cluster County about
_____ miles _____ of _____.
8. Proof of Publication Received ☒
Not Received _____
9. Application Approved ☒
Subject to _____
Not approved _____
Action deferred _____

10. Remarks:



No. 554-2
 Water Division No. 2 Black Creek District STATE WATER RESOURCES COMM.
 (Blanks to be Filled by the Engineer for the W. R. C.)
 PIERRE, SOUTH DAKOTA

APPLICATION FOR PERMIT

To appropriate Water within the State of South Dakota

(NOTE—Draw a line through items not applicable.)

1. Name of applicant WESTERN CATTLE COMPANY Alon T. Taylor
 Postoffice address Capota, S.D. 57725
371, RAPID CITY, County PENNINGTON, State SOUTH DAKOTA

- I. If a corporation
- (a) Name of same Western Cattle Co. - A Division of Norris Grain Co.
- (b) Date and place of Incorporation State of Illinois
- (c) Amount of capital stock ---
- (d) Amount paid in ---
- (e) Names and addresses of directors Orrine S. Dowse and Harold J.

Jacobson, Vice Pres. and Secy. respectively, County of Cash,
Illinois, 1640 Board of Trade Building, Chicago, Illinois
 A certified copy of the articles of Incorporation have been filed
 in the office of the State Water Commissioner.

(NOTE—A certified copy of articles of Incorporation must accompany the application.)

II. Method of accomplishing the work and financial resources of the applicant:

- (a) Method of accomplishing work (Whether by contract, employment of others, or by direct labor)
Contract

- (b) Cash on hand, \$ Sufficient
- (c) Treasury stock, \$ ---
- (d) Bonds to be issued, \$ ---
- (e) Other resources, \$ ---

2. Name of diversion work J. D. Flat Water Spreader

3. Amount of water claimed 18.1 cubic feet per second or 3792.6 acre feet

4. Source of water supply Surplus run-off or from local water sheds

5. Location of point of diversion 1. South 73 degrees 30 minutes West, a distance of
140 rods from the NE corner of Section 29.- 3 S-
85 rods South 19 degrees 0 minutes East of the NW Corner of Section 33
3 S - 11 E on Bath bank Custer County.

6. Annual period or periods during which water is to be used Whenever available during annual

7. To be used for:

- I. Irrigation or domestic use: Gravity, overhead sprinkling or combination system? Irrigation Gr

(a) Number of acres to be irrigated 1264.2 acres.

(b) Legal subdivisions to be irrigated See attached sheet 1

(NOTE—A list of lands to be irrigated, giving each subdivision and fraction with acreage thereof, should be written here, or may be appended as a part of this application. Same must also be shown on accompanying map.)

(c) Statement as to domestic use (giving location, etc.) ---

II. Stockwatering, mining, milling, power, fish culture, fire protection and public recreation:

(a) Nature of use --- Name any of the above uses claimed

(b) Amount of power to be generated --- horse power.

Amount claimed for engine cooling ---

(c) Location of plant ---

(d) Method of developing power ---

(e) Point where water will be returned to stream ---

1075 / 1264.2

Sheet No.

Map # 554-2

8. Estimated cost of work:

(a) Head-gates, \$.....

(b) Pumping plant, \$.....

(c) Plumbing, \$.....

(d) Canal earth, \$.....

Rock, \$.....

(e) Other structures

Div. Ditches-Spreader, 10,000,00

Total, \$.....

9. Description of diversion works:

I. Nature of works: (Reservoir, dam, ditch, flume, pumping plant, etc.)

3 division ditches that convey water onto a spreader area consisting of Spreader Ditches

II. Dimensions of works:

(a) Dam: Height.....feet; length at bottom.....feet; length at top.....feet; thickness at bottom.....feet; thickness at top.....feet; slope at front water face.....slope at back face.....material used in construction.....

(b) Reservoir: Capacity when filled.....acre feet. Surface area at highwater mark.....acres.

DEPTH AT OUTLET FEET	SURFACE AREA AT EACH DEPTH AT OUTLET—ACRES	FEET	ACRE-FOOT CAPACITY

(c) Head-gate: Width.....feet; height.....feet; material.....

(d) Canal: Total length.....miles.

LOCATION BELOW HEADGATE	DEPTH	BOTTOM WIDTH	WIDTH AT WATER-LINE	GRADE PER MILE
At.....Mile	feet	feet	feet	feet
At.....Mile	feet	feet	feet	feet
At.....Mile	feet	feet	feet	feet
At.....Mile	feet	feet	feet	feet
At.....Mile	feet	feet	feet	feet
At.....Mile	feet	feet	feet	feet

(Give dimensions where reduction in size are made.)

10. Time required for completion of work.....5.....years.

11. Time required for complete application of water to the proposed beneficial use.....4.....years.

12. Choice of newspaper for publication of notice of intention to appropriate.....(Custer Paper)

STATE OF SOUTH DAKOTA

County of.....

I, John R. Kellough, of Custer Cattle Company, being first duly sworn on my oath depose and say: That my relation to the above described undertaking, is that of owner, that I have read the above foregoing statement, examined the map accompanying the same, and that I know of my own personal knowledge that the matters therein stated and shown are true.

Signed by.....

Subscribed and sworn to before me this.....

16th

day of.....

September

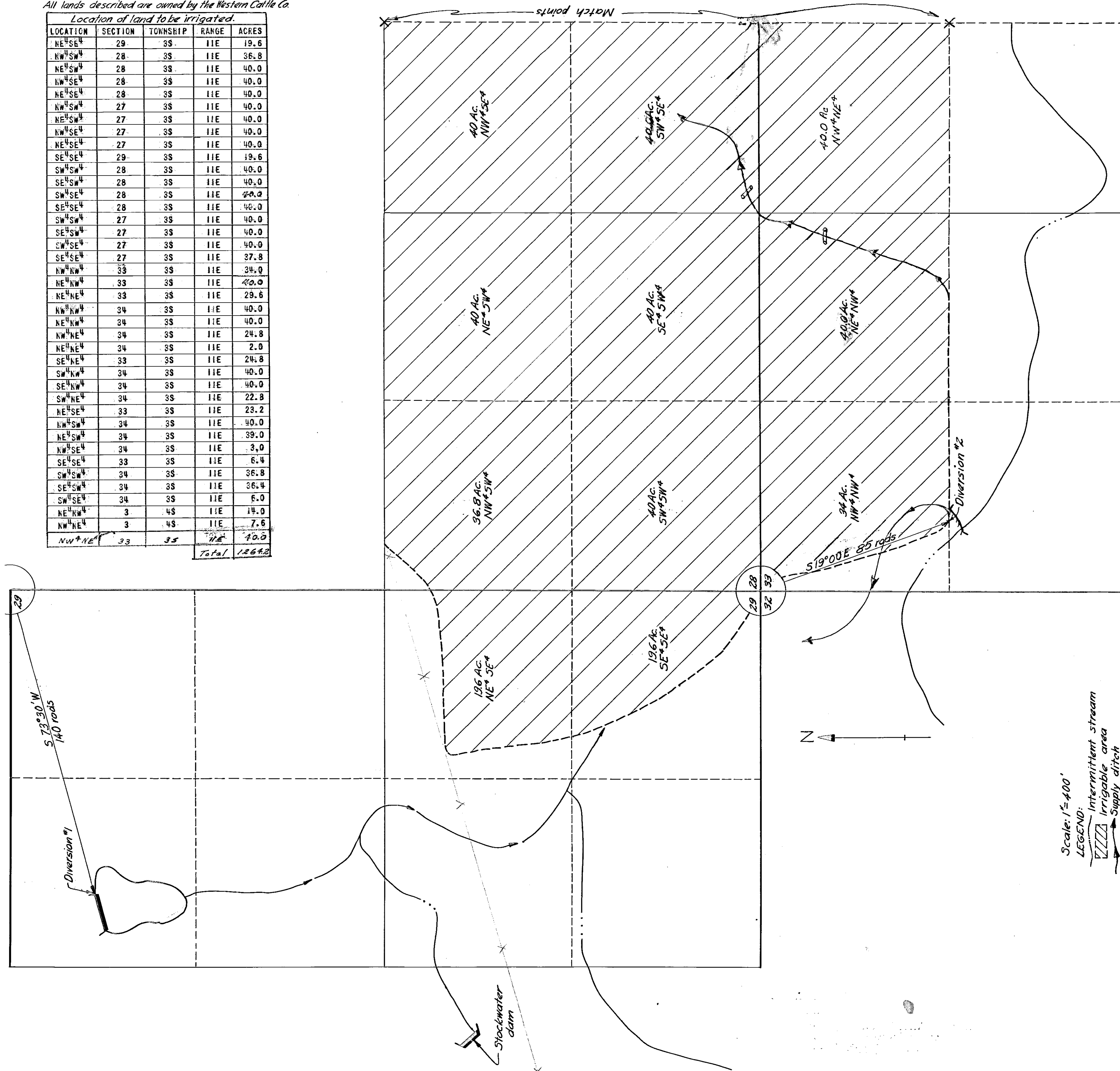
1957

Notary Public (or other qualified officer) J. R. Kellough

All lands described are owned by the Western Cattle Co.

Location of land to be irrigated.

LOCATION	SECTION	TOWNSHIP	RANGE	ACRES
NE 1/4 SE 1/4	29	3S	11E	19.6
NW 1/4 SW 1/4	28	3S	11E	36.8
NE 1/4 SW 1/4	28	3S	11E	40.0
NW 1/4 SE 1/4	28	3S	11E	40.0
NE 1/4 SE 1/4	28	3S	11E	40.0
NW 1/4 SW 1/4	27	3S	11E	40.0
NE 1/4 SW 1/4	27	3S	11E	40.0
NW 1/4 SE 1/4	27	3S	11E	40.0
NE 1/4 SE 1/4	27	3S	11E	40.0
SE 1/4 SE 1/4	29	3S	11E	19.6
SW 1/4 SW 1/4	28	3S	11E	40.0
SE 1/4 SW 1/4	28	3S	11E	40.0
SW 1/4 SE 1/4	28	3S	11E	40.0
SE 1/4 SE 1/4	28	3S	11E	40.0
SW 1/4 SW 1/4	27	3S	11E	40.0
SE 1/4 SW 1/4	27	3S	11E	40.0
SW 1/4 SE 1/4	27	3S	11E	40.0
SE 1/4 SE 1/4	27	3S	11E	37.8
NW 1/4 NW 1/4	33	3S	11E	34.0
NE 1/4 NW 1/4	33	3S	11E	40.0
NE 1/4 NE 1/4	33	3S	11E	29.6
NW 1/4 NW 1/4	34	3S	11E	40.0
NE 1/4 NW 1/4	34	3S	11E	40.0
NW 1/4 NE 1/4	34	3S	11E	24.8
NE 1/4 NE 1/4	34	3S	11E	2.0
SE 1/4 NE 1/4	33	3S	11E	24.8
SW 1/4 NW 1/4	34	3S	11E	40.0
SE 1/4 NW 1/4	34	3S	11E	40.0
SW 1/4 NE 1/4	34	3S	11E	22.8
NE 1/4 SE 1/4	33	3S	11E	23.2
NW 1/4 SW 1/4	34	3S	11E	40.0
NE 1/4 SW 1/4	34	3S	11E	39.0
NW 1/4 SE 1/4	34	3S	11E	3.0
SE 1/4 SE 1/4	33	3S	11E	6.4
SW 1/4 SW 1/4	34	3S	11E	36.8
SE 1/4 SW 1/4	34	3S	11E	36.4
SW 1/4 SE 1/4	34	3S	11E	6.0
NE 1/4 NW 1/4	3	4S	11E	14.0
NW 1/4 NE 1/4	3	4S	11E	7.6
NW 1/4 NE 1/4	33	3S	11E	40.0
Total				1264.8



SURVEYOR'S CERTIFICATE

I, Walter H. Christman, DO HEREBY CERTIFY THAT THIS MAP IDENTIFIES A REASONABLY ACCURATE RECORD OF THE LAND OF THE Western Cattle Company AND HAS BEEN PREPARED BY THE SOIL CONSERVATION SERVICE FOR THE Custer County SOIL CONSERVATION DISTRICT, SD.

SIGNATURE: Walter H. Christman

TITLE: As Eng. S.C.S.

U. S. DEPARTMENT OF AGRICULTURE
SOIL CONSERVATION SERVICE

SUBSCRIBED AND SWORN TO BEFORE ME THIS 15 DAY OF September 1959, A.D.

Joseph Duggan
NOTARY PUBLIC
MY COMMISSION EXPIRES March 15, 1967.

WESTERN CATTLE COMPANY
J.B. FLAT WATER SPREADER
Custer County, South Dakota

U. S. DEPARTMENT OF AGRICULTURE
SOIL CONSERVATION SERVICE

Designed.....	Date.....	Approved by.....
Drawn.....		Title.....
Traced.....		Title.....
Checked.....	720.59	Sheet No. 1 of 2

Map No 532-2 of 2 (Appl No 554-2)

Remarks by State Water Resources Commission:

The diversion rate limitation of 1 cubic foot per second for each 70 acres irrigated shall not apply to this Dry Draw irrigation diversion during periods of flood flows, when such flows are in excess of the amount of water required to satisfy domestic use requirements and other water rights.

STATE OF SOUTH DAKOTA
County of Hughes } ss.

Pierre, South Dakota, January 26, 1960

This is to certify that the foregoing application was received by the Commission at 8:50 o'clock
A.m. upon the 18th day of September, 1959.

State Water Resources Commission

By: W. B. Miller
Chief Engineer, Executive Officer

Number of permit 554-2

Date of first receipt of application September 18, 1959

Date of return to applicant for correction, amendments or changes required as follows: _____, 19____

Date of receipt of corrected application _____, 19____

Date from which applicant may claim right September 18, 1959

Approved January 26, 1960, Recorded in Book 5 Page 303

This is to certify that we have examined the foregoing application for a permit to appropriate water of the State of South Dakota, and we hereby grant the same as stated herein, subject, however, to the following limitations and conditions:

1st. The equivalent of at least one-fifth of the work above specified is to be completed on or before July 26, 1962

2nd. The whole of said work is to be completed on or before January 26, 1965

3rd. The limit of time for proof of beneficial use of water appropriated in accordance herewith is January 26, 1969

4th. The water appropriated shall be used for the purpose of irrigation

5th. The prior right of all persons who, by compliance with the laws of the State of South Dakota, have acquired a right to the use of water must not be injuriously affected by this appropriation.

6th. The amount of the appropriation herein granted shall not exceed 18.1 cubic feet per second; neither shall it exceed the capacity of the above described system of diversion works, nor the least amount of water that experience may hereafter indicate as necessary for the production of crops in the exercise of the best husbandry; and further, said appropriation must be limited to not more than one-seventieth (1/70) of one cubic foot of water per second of time for each acre of land to which water is actually and beneficially applied for irrigation on or before January 26, 1969; said water to be used during the following described annual period:

whenever available during annual
irrigation season

Witness my hand this 29th day of January, 1960.

State Water Resources Commission

By: W. B. Miller
Chief Engineer, Executive Officer

Certificate of Construction Issued DECEMBER 23, 1960.

Water License Issued DECEMBER 23, 1960.

Question 7 - (1) b "Legal Sub-divisions to be irrigated"

All lands described are owned by the Western Cattle Co.

Location of land to be irrigated.

[illegible]

Sheet No.

STATE OF SOUTH DAKOTA

WATER LICENSE NO. 554-2

(1) WHEREAS, On the 18th day of September A. D. 19 59
the Western Cattle Company
 made Water Right Application No. 554-2 for a permit to use 18.1 cubic feet per second of the waters
 of local watersheds
 County of Custer, State of South Dakota, for Irrigation
 purposes; and
 (2) WHEREAS, On the 26th day of January A. D. 19 60
 Permit No. 554-2, with a date of priority of September 18, 1959
 was issued to said applicant for the diversion of said water, and provided for the completion of construction of the water
 supply system therein described on or before the 26th day of January A. D. 19 65 and for the
 application to beneficial use of said water on or before the 26th day of January A. D. 19 69

WHEREAS, on the 18th day of December, 1980 this Permit was transferred to Don T Taylor,
 Caputa, South Dakota,

and:

(3) WHEREAS, It is hereby certified that the applicant has complied with the provisions of the laws of the State of South Dakota
 relating to completion of the construction of the water supply system and is entitled to divert 8.59 cubic feet
 per second of water for beneficial use and,

(4) WHEREAS, It is hereby certified that the applicant has complied with the provisions of the laws of the State of South Dakota
 relating to the application of water to beneficial use of the following extent,

to irrigate the following lands all in T3S-R11E

Section 27	NW $\frac{1}{4}$ SW $\frac{1}{4}$	7 acres	Section 33	NW $\frac{1}{4}$ NW $\frac{1}{4}$	40 acres
	SW $\frac{1}{4}$ SW $\frac{1}{4}$	24 "		NE $\frac{1}{4}$ NW $\frac{1}{4}$	40 "
Section 28	NW $\frac{1}{4}$ SW $\frac{1}{4}$	28 "		NW $\frac{1}{4}$ NE $\frac{1}{4}$	40 "
	NE $\frac{1}{4}$ SW $\frac{1}{4}$	35 "		NE $\frac{1}{4}$ NE $\frac{1}{4}$	40 "
	SW $\frac{1}{4}$ SW $\frac{1}{4}$	40 "		SW $\frac{1}{4}$ NE $\frac{1}{4}$	3 "
	SE $\frac{1}{4}$ SW $\frac{1}{4}$	40 "		SE $\frac{1}{4}$ NE $\frac{1}{4}$	4 "
	NW $\frac{1}{4}$ SE $\frac{1}{4}$	40 "	Section 34	NW $\frac{1}{4}$ NW $\frac{1}{4}$	40 "
	NE $\frac{1}{4}$ SE $\frac{1}{4}$	40 "		NE $\frac{1}{4}$ NW $\frac{1}{4}$	9 "
	SW $\frac{1}{4}$ SE $\frac{1}{4}$	40 "		SW $\frac{1}{4}$ NW $\frac{1}{4}$	11 "
	SE $\frac{1}{4}$ SE $\frac{1}{4}$	40 "		SE $\frac{1}{4}$ NW $\frac{1}{4}$	1 "
Section 29	NE $\frac{1}{4}$ SE $\frac{1}{4}$	14 "	TOTAL ACRES		601 acres
	SE $\frac{1}{4}$ SE $\frac{1}{4}$	20 "			
Section 32	NE $\frac{1}{4}$ NE $\frac{1}{4}$	5 "			

(5) NOW, THEREFORE, By the virtue of the authority vested in us by the laws of the State of South Dakota, We hereby grant and confirm to _____
Don T Taylor

_____ of _____ Caputa, South Dakota
the holder _____ and owner _____ of said permit No. 554-2 a water right, dating from September 18, 1959
_____ to use of 8.59 cubic feet per second of the waters
of _____ local watersheds

in the County of _____ Custer _____ and State of South Dakota, or so much thereof as may be necessary for the
purposes hereinbelow mentioned, to be diverted at _____ Point #1-950 feet north and 1830 feet west of the E½
corner Section 29; #2-400 feet south and 150 feet west of the E½ corner Section 29;
and #3-1320 feet south and 50 feet east of the NE corner Section 33 all in T3S, R11E

_____ portions of land in Sections 27, 28, 29, 32, 33 and 34, T3S, R11E
and conducted to and upon _____
more fully described on the face of this License

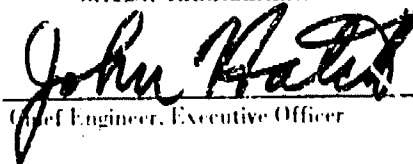
_____ for the purpose of _____ Irrigation

Subject to any limitations listed in Water Right Permit No. 554-2 and subject to the laws of the State of South Dakota.

WITNESS, My hand and seal of our office at Pierre, South Dakota
this 23rd day of December _____ A. D.
Nineteen Hundred and _____ Eighty

WATER MANAGEMENT BOARD

By:


Chief Engineer, Executive Officer

JOHN HATCH

Permit No. 554-2

Water Diversion No. 2 Battle Creek Water District

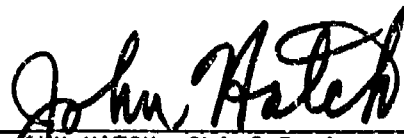
CERTIFICATE OF CONSTRUCTION

This is to Certify, That Don T Taylor

_____ the holder _____ of
Permit No. 554-2, issued upon Application No. 554-2, bearing date of priority of _____
September 18, 1959 authorizing the diversion of 18.1 cu. ft. per second of the waters of _____
Local watersheds County of Custer State of South Dakota at _____
Point #1-950 feet north and 1830 feet west of the E½ corner Sec. 29; #2-400 feet
south and 150 feet west of the E½ corner Sec. 29; and #3-1320 feet south and 50
feet east of the NW ¼ corner Sec 33 all in T3S, R11E
_____ for Irrigation

_____ purposes, has _____ complied with the provisions of the laws of the State of South Dakota relating to proof of
completion of the works of diversion set out and described in said Permit; that said works are found in satisfactory
condition for diverting and conveying to the place of intended use 30.0^(estimate) cu. ft. per second of water.

Date December 23, 1980



JOHN HATCH, Chief Engineer
Water Rights Division

(First Publication on or before January 1, 1960)

APPROPRIATION OF WATER

Office of State Water Resources Commission,

Pierre, S. Dak., December 7, 1959

Notice is hereby given that the Western Cattle Company whose postoffice address is Rapid City S. Dak., has made an application in accordance with the provisions of the water laws of South Dakota for a permit to appropriate for beneficial use 18.1 cubic feet of water per second of time from the dry draws through the J.D. Flat Water Spreader ^{are} the point of diversion of which ^{is} to be located on the both bank of said stream in the between a point in the NW 1/4 NE 1/4 Sec 29, and a point 1/4 of the 1/4 of Section 35 Twp. 38 Range 11E Said water to be used for the purpose of providing irrigation on the following described land.

E 1/2 SE 1/4 Sec 29; SW 1/4, SE 1/4, NW 1/4 NE 1/4, NW 1/4 NE 1/4 Sec 28; SW 1/4 & SE 1/4 Sec 27; NW 1/4, W 1/2 NW 1/4, NE 1/4 NE 1/4, SW 1/4 and W 1/2 SE 1/4 Sec 34; E 1/2 NE 1/4 and E 1/2 SE 1/4 Sec 33, all in T 2N R 11E, and NE 1/4 NW 1/4 & NW 1/4 NE 1/4 Sec 3 T 4S, R 11E ~~XXXXXX~~ purposes.

This application will be taken up by the State Water Resources Commission at their office at Pierre for consideration upon the 26th day of January, 1960 at 2 P M. All interested persons may appear and be heard.

Appropriate action will be taken by the Water Resources Commission after suitable time has elapsed for the consideration of any or all information presented.

CC^h Carl H. Sundstrom—Publisher
Custer County Chronicle
Custer, South Dakota

State Water Resources Commission

By:

~~XXXXXXXXXXXXXXXXXXXX~~
Chief Engineer, Executive Officer
Burton F. Jones,
Water Rights Specialist

PROOF OF PUBLICATION

STATE OF SOUTH DAKOTA }
 County of Custer } ss.

_____ Carl E. Sundstrom _____ being duly sworn, deposes and says the annexed printed copy of Notice of Intention to Appropriate Water was taken from the _____ CUSTER COUNTY CHRONICLE _____ a newspaper which during the whole time of publication of said notice herein after stated, has been and is printed and published in the _____ City _____ of Custer, _____ County of _____ Custer, _____ and State of South Dakota; that the said notice was published in said newspaper on the following dates:

December 17, 1959 _____
 December 24, 1959 _____
 December 31, 1959 _____
 January 7, 1960 _____
 in each and every issue of the full number thereof, the first publication being made on the 17 day of December 1959 and the last publication on the 7 day of _____ January 1960, upon which days or times of publication aforesaid the newspaper was regularly published, and that during the whole time of said publication he was _____ the ~~owner~~ publisher of the said newspaper.

(First Publication Dec. 17, 1959)
 APPROPRIATION OF WATER
 No. 554-2

Office of State Water Resources Commission
 Pierre, S. Dak. December 7, 1959
 Notice is hereby given that the Western Cattle Company whose postoffice address is Rapid City, S. Dak., has made an application in accordance with the provisions of the water laws of South Dakota for a permit to appropriate for beneficial use 18.1 cubic feet of water per second of time from dry draws through the J. D. Flat Water Spreader, the points of diversion of which are to be located on both banks of said stream between a point in the NW¼-NE¼ Sec. 29, and a point in the NW¼ of the NW¼ of Section 33, Twp. 3S Range 11E. Said water to be used for the purpose of providing irrigation on the following described land:

E¼SE¼ Sec 29; SW¼SE¼, NW¼-NW¼, N¼NE¼ Sec 28; SW¼ & SE¼ Sec 27; NW¼, W¼ NE¼, NE¼NE¼, SW¼ and W¼SE¼ Sec 34; E¼NE¼ and E¼SE¼ Sec 33, all in T 3S R 11E, and NE¼NW¼ & NW¼NE¼ Sec 3 T 4S, R 11E.

This application will be taken up by the State Water Resources Commission at their office at Pierre for consideration upon the 26th day of January, 1960, at 2 P.M. All interested persons may appear and be heard.

Appropriate action will be taken by the Water Resources Commission after suitable time has elapsed for the consideration of any or all information presented.

State Water Resources Commission

By: Burton F. Jones,
 Water Rights Specialist
 502J7

STATE WATER RESOURCES COM. *OK*
 PIERRE, SOUTH DAKOTA

Subscribed and sworn to before me this 7 day of January A. D. 1960.

Burton F. Jones
 Notary Public Custer _____ County, S. D.

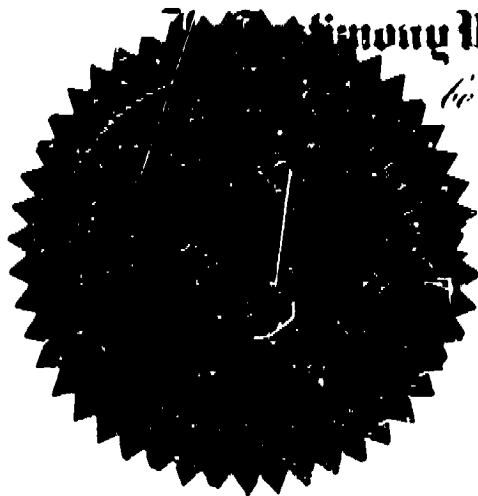


To all to whom these Presents Shall Come, Greeting:

I, EDWARD J. BARRETT, Secretary of State of the State of Illinois,
do hereby certify that the following and hereto attached is a true
photostatic copy of the Articles of Incorporation and all
Amendments thereto, including the Certificate of Designation
of Registered Office and Registered Agent, of MORRIS GRAIN
COMPANY.

the original of which is now on file and a matter of record in this office.

In Testimony Whereof, I have set my hand and cause to
be affixed the Great Seal of the State of Illinois.
I gave at the City of Springfield this 4th
day of August AD 1949.



Edward J. Barrett
SECRETARY OF STATE

Certificate Number 7112

BOOK 1974 PAGE 431

STATE OF ILLINOIS

OFFICE OF
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Whereas, Articles of amendment to the Articles of Incorporation
duly signed and verified of _____

NORRIS GRAIN COMPANY

have been filed in the Office of the Secretary of State, on the 10th
day of November, A.D. 19 49, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A.D. 1933.

Now Therefore, I, EDWARD J. BARRETT, Secretary of State of the State of Illinois
by virtue of the powers vested in me by law, do hereby issue this certificate of
amendment and attach thereto a copy of the Articles of Amendment to
the Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I have set my hand and cause to
be affixed the Great Seal of the State of Illinois.

I enclose at the City of Springfield this 10th
day of November, A.D. 19 49 and
of the Independence of the United States
the one hundred and 74th.

Edward J. Barrett
SECRETARY OF STATE.



BOOK 1974 PAGE 432

DATE 11-10-49
FILING FEE \$ 20.75
CLERK W. L.

(File in Duplicate)

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

Norris Grain Company

(Exact Corporate Name)

To EDWARD J. BARRETT
Secretary of State
Springfield, Illinois

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

ARTICLE FIRST: The name of the corporation is: **NORRIS GRAIN COMPANY**

ARTICLE SECOND: The following amendment or amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois: The provisions of the Articles of Incorporation as heretofore amended with respect to the number and qualifications of directors are hereby stricken out and in lieu thereof the following paragraph is substituted:

"The number of directors shall be fixed by the by-laws. Directors need not be stockholders of the Company."

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was 60,000; and the number of shares of each class entitled to vote as a class on the adoption of said amendment or amendments, and the designation of each such class were as follows:

Class	Number of Shares
-------	------------------

All shares are of one class

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE FOURTH: The number of shares voted for said amendment or amendments was 60,000; and the number of shares voted against said amendment or amendments was none. The number of shares of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was:

Class	Number of Shares Voted For	Against
-------	-------------------------------	---------

All shares are of one class.

(Disregard this Article where the amendments contain no such provisions.)

ARTICLE FIFTH: The manner in which the exchange, reclassification, or cancellation of issued shares, or the reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for said amendment or amendments, shall be effected, is as follows:

Inapplicable

(Disregard this Paragraph where amendments do not affect stated capital or paid-in surplus.)

ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendments effecting a change in the amount of stated capital or the amount of paid-in surplus, or both, is effected is as follows:

Inapplicable

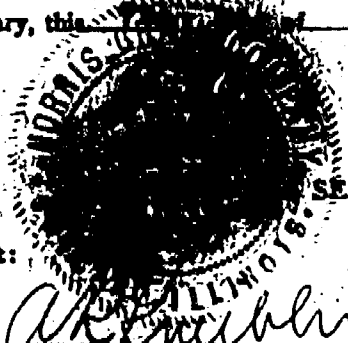
(Disregard this Paragraph where amendments do not reduce stated capital.)

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by said amendment or amendments are as follows:

	Before Amendment	After Amendment
Stated capital	\$	\$
Paid-in Surplus ...	\$	\$

Inapplicable

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its _____ President, and its corporate seal to be hereto affixed, attested by its Secretary, this _____ November, 1949

Attest:  (Seal)

Secretary

NORRIS GRAIN COMPANY

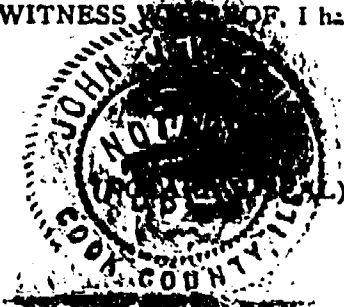
(Exact Corporate Name)

By James Norris
Its President

STATE OF Illinois
COUNTY OF Cook } ss.

I, John J. Vicek a Notary Public, do hereby certify that on the 7th day of November 1949, James Norris personally appeared before me and, being first duly sworn by me, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.



John J. Vicek
Notary Public.

Form 80-655

Box 1064 File 579

ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

Norris Grain Company

FILED

NOV 10 1949

Edmund J. Benoit
Sec'y of State

FILE IN DUPLICATE

Filing Fee \$20.00

BOOK 1974 PAGE 436

NOTICE TO CORPORATIONS

Every incorporated company, other than banking, building and loan, and insurance companies is required to make and file in the office of the Secretary of State in February of each year an annual report and severe penalties are inflicted for failure to do so.

Corporations are also required to file all amendments to their articles of incorporation.

The certificate of incorporation and all amendments thereon must be recorded in the office of the County Recorder of the County in which the registered office of the corporation is located within fifteen days from the issuance thereof.

Certificate of
Amendment

to the articles of Incorporation

Of

14673301

FILED FOR RECORD

NOV 12 AM 11 24

1974 431

RECORDED IN

PAGE

RECORDED

Joseph J. Barker

Box #776

STATE OF ILLINOIS

Office of the

Secretary of State

3 7/2

2-2

1-5

State of Illinois,

COOK County.

INCORPORATION FEE.	
\$2500 or less	\$25.00
\$2500 to \$5000	\$50.00
Each additional thousand	1.00

To JAMES A. ROSE, Secretary of State:

Mr. the Undersigned, JAMES MORRIS, MORRIS WICKLIFFS AND J. R. CUSTAR,

propose to form a Corporation under an act of the General Assembly of the State of Illinois, entitled "An Act Concerning Corporations," approved April 18, 1872, and all acts amendatory thereof; and for the purpose of such organization we hereby state as follows, to wit:

1. The name of such Corporation is MORRIS GRAIN COMPANY
2. The object for which it is formed is To buy and sell grain and seeds of all kinds and all other commodities of the kind dealt in on the Board of Trade of the City of Chicago and on other Boards of Trade in the United States and elsewhere; to store and handle grain, seeds and other commodities above mentioned, also to do a general commission business.
3. The Capital Stock shall be Fifty Thousand Dollars (\$50,000.00)
4. The amount of each share is One Hundred Dollars (\$100.00)
5. The number of shares Five Hundred (500)
6. The location of the principal office is in the City of Chicago in the County of Cook State of Illinois.
7. The duration of the Corporation shall be fifty years.

James Morris
Morris Wickliff
J. R. Custar

STATE OF ILLINOIS, } ss.
COUNTY OF Cook }

299

I, Ernest A. Baughman, a Notary Public in and for the County and State aforesaid, do hereby certify that on the twenty-ninth day of May A. D. 1908, personally appeared before me James Morris, Moritz Mecklenburg and J. R. Custer

to me personally known to be the same persons who executed the foregoing statement, and severally acknowledged that they executed the same for the purposes therein set forth.

In Witness Whereof, I have hereunto set my hand and seal, the day and year above written.

Ernest A. Baughman,
Notary Public.



The *James Morris*
Statement of Incorporation.

FILED
JUN 1908
James Morris
GRANT

James Morris
The Notary Public

394

STATE OF ILLINOIS

Department



of State

JAMES A. ROSE, Secretary of State

To All To Whom These Presents Shall Come,---Greeting:

Whereas, It being proposed by the persons hereinafter named to form a Corporation under an Act of the General Assembly of the State of Illinois, entitled, "An Act Concerning Corporations," approved April 18, 1872, in force July 1, 1872, and the amendments thereto, the object and purposes of which corporation are set forth in a statement duly signed and acknowledged according to law, and this day filed in the office of the Secretary of State.

Now, Therefore, I, JAMES A. ROSE, Secretary of State of the State of Illinois, by virtue of the power vested in and the duties imposed upon me by law, do hereby authorize, empower and license

James Morris,

Moritz Mecklenburg,

J. R. Ouster,

the persons whose names are signed to the before mentioned statement, as Commissioners to open books for subscription to the Capital Stock of

MORRIS GRAIN COMPANY,

such being the name of the proposed corporation, as contained in the statement, at such times and places as the said Commissioners may determine.

In Testimony, Whereof, I hereto set my hand and cause to be affixed the Great Seal of State.

Done at the City of Springfield, this

1st

(SEAL)

day of

June

A. D. 1908

and of the

Independence of the United States the one hundred and 32d.

(002)

JAMES A. ROSE,
Secretary of State.

496

To JAMES A. ROSE,
Secretary of State of the State of Illinois:

The Commissioners, duly authorized to open Books of Subscription to the Capital Stock of
Norris Grain Company
 pursuant to license heretofore issued, bearing date the *first* day of *June*
 A. D. 1908, do hereby report that they opened Books of Subscription to the Capital Stock of said Company,
 and that the said Stock was fully subscribed; that the following is a true copy of such subscription, viz:

We, the undersigned, hereby severally subscribe for the number of shares set opposite our respective names,
 to the Capital Stock of *Norris Grain Company*
 and we severally agree to pay the said Company, for each share, the sum of *One Hundred* Dollars.

NAME	SHARES	AMOUNT
<i>James Norris</i>	<i>321</i>	<i>\$32100</i>
<i>Mortz Mecklenburg</i>	<i>129</i>	<i>12900</i>
<i>Robert Crombie</i>	<i>50</i>	<i>5000</i>

594

Amount of capital stock actually paid in - \$50,000

Amount of capital stock not paid in - - \$ none

~~Stock subscribed and not paid, disposed of as follows:~~

Amount of capital stock paid in in cash \$50,000

Amount of capital stock paid in in property, none

Capital paid in property, appraised as follows

89

That on the 15th day of June A. D. 1908 at
Room 811 The Rockery, 217 La Salle St., Chicago Illinois, at the hour
of 3 o'clock P. M. they convened a meeting of the subscribers aforesaid, pursuant
to notice required by law, which said notice was deposited in the post-office, properly addressed to each sub-
scriber, ten days before the time fixed therein, a copy of which said notice is as follows, to-wit:

To (name of stock-subscriber)

You are hereby notified that the Capital Stock of

Norris Grain Company

has been fully subscribed, and that a meeting of the subscribers of such stock will be held at

Room 811 The Rockery, 217 La Salle St., Chicago Illinois

on the 15th day of June A. D. 1908, at 3
o'clock P. M., for the purpose of electing a Board of Directors for said Company and for the transaction of
such other business as may be deemed necessary.

Signed,

*James Norris
Moritz Hecklenburg
J. K. Grier*

Commissioners

That said subscribers met at the time and place in said notice specified, and proceeded to elect Directors
and that the following persons were duly elected for the term of one year, viz:

*James Norris
Moritz Hecklenburg
Robert Grier
C. E. Fields and
J. S. Norris*

And that the post-office address of the business office of said Company is at Number 40 North La Salle Building
Street in the City of Chicago in the County of Cook
and State of Illinois

*James Norris
Moritz Hecklenburg
J. K. Grier*

Commissioners

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STATE OF ILLINOIS,

County of Cook

On this 18th day of June A. D. 1908, personally appeared
before me, a Notary Public in and for said County, in said State

James Norris
Moritz Hecklenburg
and J. R. Guster

and their foregoing report by them subscribed is true in substance and in fact.

Timothy F. Mullen, Notary Public.



FILED

JUN
18
1908

James A. Rose
SECY OF STATE.

STATE OF ILLINOIS

Department

of State

JAMES A. ROSE, Secretary of State

To All to Whom these Presents Shall Come.—GREETING:

WHEREAS, a STATEMENT, duly signed and acknowledged, has been filed in the office of the Secretary of State, on the 1st day of June A. D. 1908, for the organization of the

Morris Grain Company

under and in accordance with the provisions of "AN ACT CONCERNING CORPORATIONS," approved April 18, 1872, and in force July 1, 1872, and all acts amendatory thereof, a copy of which statement is hereunto attached;

AND WHEREAS, a LICENSE having been issued to James Morris Moritz Mecklenburg and J.R. Puster as Commissioners to open books for subscription to the Capital Stock of said Company;

AND WHEREAS, the said Commissioners have, on the 19th day of June A. D. 1908, filed in the office of the Secretary of State, a report of their proceedings under the said License, a copy of which report is hereunto attached:

Now, Therefore, I, JAMES A. ROSE, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby certify that the said

Morris Grain Company

is a legally organized Corporation under the laws of this State.

IN Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of State.

Done at the City of Springfield, this 19th day of June A. D. 1908, and of the Independence of the United States the one hundred and 32nd

James A. Rose
Secretary of State.

Report of Commissioners

of

Horis Grain Company

Misc

Box *1004* No. *62579*

FILED

JUN
1960

James A. Rose
SECY OF STATE

4.15

10-493

MORRIS GRAIN CO.

Agreement of all the stockholders to hold a Special Meeting, waiving notice of meeting and publication thereof.

.....

The undersigned, as the owners and record holders of all the capital stock of the Morris Grain Company, an Illinois corporation, that is to say:

James Norris, owner and record holder of 347 shares;
Arthur G. Norris, owner and record holder of 52 shares;
F. C. Hoese, owner and record holder of 90 shares, and
Robert Crombie, owner and record holder of 11 shares.

do hereby agree to hold a Special Meeting of the stockholders of said Morris Grain Company at the office of the company, 40 Board of Trade Building, Chicago, Cook County, Illinois, on ~~October~~ November 18th, 1914, at Two O'clock P.M., for the purpose of considering:

1. The increase in the capital stock of the Company from \$50,000 to \$500,000.
2. Changing the number of directors from 5 to 3.
3. To elect a board of directors.
4. To formally ratify and confirm all action of the stockholders and boards of directors of the company heretofore had.
5. To authorize the board of directors to purchase a grain elevator in Cook County, Illinois, and to purchase or arrange for the handling of grain and grain contracts, and any other property which they may deem desirable to increase the business of the Company. And to issue the capital stock of the Company at not less than par, in payment thereof.

2.

11-
494

6. And to negotiate a sale of the said increased stock or any part thereof at not less than par.

We, and each of us, do hereby specially waive all requirements of the By-laws of the Company or of the statutes or law of the State of Illinois as to notice of said meeting and as to publication thereof.

And we do further agree that the above statement of the matters to be considered at said meeting shall not in any way be a limitation on the consideration and action thereon at said meeting, of any and all questions which may be brought before it.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 27th day of November, A.D. 1914.

James Lewis (SEAL).

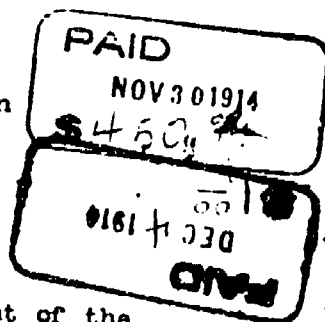
Edw. C. Woods (SEAL).

Robert G. Gamble (SEAL).

Al. H. Jones (SEAL).

NORRIS GRAIN COMPANY.

Certificate of President as to Increase in
Capital Stock and Decrease in Number of
Directors.



The undersigned James Norris, as President of the
Norris Grain Company, a corporation duly organized and
existing under and by virtue of the Laws of the State
of Illinois, Hereby Certifies that at a special meeting
of the stockholders of said Company held pursuant to the
agreement to hold the same and waiver of notice and pub-
lication thereof attached hereto, at the office of the
Company, Room 40 Board of Trade, City of Chicago, Cook
County, Illinois, on November 27th, 1914, at Two O'clock
P.M., at which more than two-thirds of the Capital Stock
was represented, the following resolutions were adopted
by the unanimous vote of more than two-thirds of the entire
authorized and outstanding capital stock of the corporation:

RESOLVED: That the capital stock of the
Norris Grain Company be, and the same is
hereby, increased from Fifty Thousand
(\$50,000) Dollars, divided into Five hundred
(500) shares of the par value of One hundred
Dollars each, to Five hundred Thousand (\$500,000)
Dollars, divided into Five thousand (5,000) shares
of the par value of One hundred Dollars each.

Be it Further:

RESOLVED: That the charter of the Company and
its By-laws, to-wit: Section 1 of Article III,
be, and they are hereby amended to read as follows:
"The Board of Directors of this Company shall con-
sist of three persons, who shall be stockholders
of the Corporation to the extent of at least one
share."

Given Chicago, November 27th 1914

19-494

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was 10,000 ; and the number of shares of each class entitled to vote as a class on the adoption of said amendment or amendments, and the designation of each such class were as follows: NONE.

Class

Number of Shares

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE FOURTH: The number of shares voted for said amendment or amendments was 9,900 ; and the number of shares voted against said amendment or amendments was NONE . The number of shares of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was: NONE.

Class

Number of Shares Voted
For Against

13-494

FILED
NOV 30 1944

James P. Thompson
S. W. 1/4 Sec. 16, T. 14 N., R. 10 E., S. 10

140

Certificate Number 5111

14
494

STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Whereas, from a certificate duly signed and verified under oath
filed in the Office of the Secretary of State on the 20th day of November
A.D. 1920 it appears that at a meeting of the stockholders of the
HORRIS GRAIN COMPANY

duly convened a resolution was passed to **increase capital stock**

in accordance with the provisions of an Act entitled "AN ACT IN RELATION TO CORPORATIONS FOR PECUNIARY PROFIT" approved June 28th, 1919, in force July 1, 1919
a copy of which certificate is hereto attached.

Now Therefore, I, **LOUIS L. EMMERSON**, Secretary of State of the State of Illinois,
by virtue of the powers vested in me by law do hereby certify that
HORRIS GRAIN COMPANY

has legally **increased capital stock from \$500,000.00 to**
\$1,000,000.00

as provided in the aforesaid Act.

In Testimony Whereof, I hereunto set my hand and cause to
be affixed the Great Seal of the State of Illinois,
Given at the City of Springfield this 20th
day of November A.D. 1920 and
of the Independence of the United States
the one hundred and 45th.

(SEAL)

LOUIS L. EMMERSON

SECRETARY OF STATE

FORM "B"

THIS CERTIFICATE MUST BE FILED IN DUPLICATE

STATE OF ILLINOIS,

County of COOK

PAID

NOV 20 1920

\$ 2.70

1875 F. O.

MORRIS GRAIN COMPANY

15
494

I hereby certify that at a special meeting of the stockholders of the MORRIS GRAIN COMPANY held at Room 40 Board of Trade Bldg., Chicago, Ill., on the 1st day of November, A. D. 1920, at 3:00 o'clock P. M., pursuant to waiver of notice required by law, a copy of which waiver of notice is as follows, to-wit:

We, the undersigned, being all the stockholders of MORRIS GRAIN COMPANY do hereby waive all notice required by statute for the purpose of convening a meeting of the stockholders to vote on the proposition of increasing the capital stock of said corporation and do hereby consent that said meeting shall be held at Room 42 Board of Trade Bldg., Chicago, Ill., on the 1st day of November, A. D. 1920.

(SIGNED) James Morris
G. C. Fields
Robert Crombie
Robert J. Hanley

Dated this 25th day of October, A. D. 1920.

The following resolution was adopted, at least two-thirds of all the votes represented by the whole stock of said Corporation issued and outstanding voting therefor:

RESOLVED, That the capital stock is hereby increased from \$ 500,000.00 consisting of 5,000 shares of the par value of \$100.00 each to \$1,000,000.00 consisting of 10,000 shares of the par value of \$100.00 each

1. The total amount of the capital stock already authorized is 500,000
2. The amount of the authorized capital stock issued and outstanding is 500,000
3. The amount of the capital stock issued and outstanding paid in cash, in accordance with the statements filed in the office of the Secretary of State is as follows:

500 shares having a par value of \$ 100 per share is { common \$ 50,000
preferred \$ none

no shares having no par value is { common \$
preferred \$

4. The amount of the capital stock issued and outstanding paid in property, in accordance with the statements filed in the office of the Secretary of State is as follows:

no shares having a par value of \$ 100 per share is { common none
preferred none

no shares having no par value is { common \$
preferred \$

5. The amount of capital stock issued and outstanding paid in cash, since the last statements filed in the office of the Secretary of State is as follows: none

no shares having a par value of \$ per share is { common \$
preferred \$

no shares having no par value is { common \$
preferred \$

6. The amount of capital stock issued and outstanding paid in property, since the last statement filed in the office of the Secretary of State is as follows:

no shares having a par value of \$ 100.00 per share is { common \$450,000
preferred \$

no shares having no par value is { common \$
preferred \$

166
57

167
494

7. The amount of the increased capital stock which is proposed to issue at once is as follows:

5000 shares having a par value of \$100.00 per share is { common \$500000.00.
preferred \$0.00
no shares having no par value is { common \$
preferred \$

8. The amount of the increased capital stock which is proposed to issue at once and which will be paid in cash is as follows:

5000 shares having a par value of \$100.00 per share is { common \$500000.00.
preferred \$0.00
no shares having no par value is { common \$
preferred \$

9. The amount of the increased capital stock which is proposed to issue at once for property, and appraised value thereof is as follows: none

shares having a par value of \$ per share is { common \$
preferred \$
shares having no par value is { common \$
preferred \$

10. The location and a general description of such property is as follows: none

It is hereby further certified that the requirements respecting all stock previously issued by the corporation have been complied with in accordance with the statute in such cases made and provided.



Place Corporate Seal Here

Thomas W. Edwards
Secretary

STATE OF MASSACHUSETTS

County of Middlesex

I, James Morris, being duly sworn, declare on oath that I am President of the Corporation mentioned in the foregoing certificate, and that the statements therein made are true in substance and in fact.

IN WITNESS WHEREOF, I have hereunto set my hand, and caused the seal of said Corporation to be affixed, this 1st day of November A. D. 1920

James Morris
President

Subscribed and sworn to before me this 1st day of November A. D. 1920



Thomas W. Edwards
Notary Public

FORM "B"

Box 1064 No. 62579

CERTIFICATE OF

INCREASE OF CAPITAL STOCK

\$500,000 to \$1,000,000

of

The MORRIS & CO. COMPANY

FILED

NOV 20 1920

Louis L. Lawrence

The fee for increase in capital stock is one-twentieth of one per cent of such increase and \$1000 for filing the certificate.
NOTE: This certificate is to be used in increasing capital stock, other amendments to the charter being in the same resolution increasing the capital stock may also be included in this certificate.

1.05

Certificate Number 3802

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494

SEAL OF THE STATE OF ILLINOIS
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Whereas, *Articles of amendment to the Articles of Incorporation*
duly signed and verified of

NORRIS GRAIN COMPANY

have been filed in the Office of the Secretary of State on the 13th
day of July A.D. 1933, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A.D. 1933.

Now Therefore, I, EDWARD J. HUGHES, Secretary of State of the State of Illinois,
by virtue of the powers vested in me by law do hereby issue this certificate of
amendment and attach thereto a copy of the Articles of Amendment to the
Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I have at my hand and cause to
be affixed the Great Seal of the State of Illinois
(I enc at the City of Springfield this 13th
(TELL) day of July A.D. 1933 and
of the Independence of the United States
the one hundred and 61st.

Edward J. Hughes
SECRETARY OF STATE

DATE paid 7/13/36
FILING FEE \$ 20.00
CLERK WEL 23
494

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

NORRIS GRAIN COMPANY

To EDWARD J. HUGHES
Secretary of State
Springfield, Illinois

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

PAGE LINE

ARTICLE FIRST: The name of the corporation is: 1026 JUL 13 '36 17

NORRIS GRAIN COMPANY

Edward J. Hughes
C Secretary of State

ARTICLE SECOND: The following amendment or amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois:

RESOLVED, that the Articles of Incorporation of this corporation be amended in the following respects:

1. The period of duration of the corporation is changed so that the period of duration is perpetual.
2. The purposes for which the corporation is organized are enlarged by adding thereto the following purposes:

To purchase, sell, own, mortgage, pledge, process, manufacture into products and generally deal in grain, beans, seeds and all other commodities (although not of the same kind or species enumerated herein) either as principal or agent; to acquire by purchase or otherwise, own, lease, sell, mortgage, build, equip and operate grain elevators, buildings, sidings and appliances incidental to the operation of any of the same wheresoever located for the handling, processing, manufacturing into products, storage and otherwise dealing in grain, beans, seeds and all other commodities of every kind and character; to purchase, sell, mortgage, build, equip, own, lease, operate or have an interest in all means and methods of transportation by vehicles or by vessels, barges or otherwise, except railroads; to purchase or otherwise acquire, own, hold, maintain, work, develop, improve, sell, convey, mortgage or otherwise deal in, without limitation as to amount, and wheresoever situated, real property and any right, title or interest therein; to purchase or otherwise acquire, receive, hold, own, sell, assign, hypothecate or otherwise deal in bonds, mortgages, notes, shares of capital stock of corporations and other securities, obligations, contracts, evidences of indebtedness and all other personal property of any kind whatsoever, not including the discounting of bills and notes and not including the buying and selling of bills of exchange; to exercise in respect thereof any and all rights, powers and privileges of individual owners thereof; and to do any and all of the things herein set forth to the same extent as natural persons might or could do.

24-494

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was 30,000. ; and the number of shares of each class entitled to vote as a class on the adoption of said amendment or amendments, and the designation of each such class were as follows:

Class	Number of Shares
-------	------------------

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE FOURTH: The number of shares voted for said amendment or amendments was 30,000. ; and the number of shares voted against said amendment or amendments was None . The number of shares of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was:

Class	Number of Shares Voted For	Against
-------	----------------------------	---------

(Disregard this Article where the amendments contain no such provisions.)

ARTICLE FIFTH: The manner in which the exchange, reclassification, or cancellation of issued shares, or the reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for by said amendment or amendments, shall be effected, is as follows:

(Disregard this Paragraph where amendments do not affect stated capital or paid-in surplus.)

ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendments effecting a change in the amount of stated capital or the amount of paid-in surplus, or both, is effected is as follows:

(Disregard this paragraph where amendments do not affect stated capital and paid-in surplus.)

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by said amendment or amendments are as follows:

	Before Amendment	After Amendment
Stated capital	\$	\$
Paid-in surplus	\$	\$

Certificate Number 13410

27
494

STATE OF ILLINOIS

OFFICE OF
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

Whereas, Articles of amendment to the Articles of Incorporation
duly signed and verified of _____

MORRIS GRAIN COMPANY

have been filed in the Office of the Secretary of State on the 10th
day of December A.D. 1944, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A.D. 1933.

Now Therefore, I, ~~Richard Yates~~ ^{RICHARD YATES HOWE} Secretary of State of the State of Illinois
by virtue of the powers vested in me by law, do hereby issue this certificate of
amendment and attach thereto a copy of the Articles of Amendment to
the Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I have set my hand and cause to
be affixed the Great Seal of the State of Illinois.

Done at the City of Springfield this 10th
day of December A.D. 1944 and
of the Independence of the United States
the one hundred and 69th.

(SEAL)

Richard Yates Howe

SECRETARY OF STATE

DATE 12-19-44
FILING FEE \$ 2.00 28
CLERK WEL 494

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

MORRIS GRAIN COMPANY

RICHARD YATES HOWE
To ~~EDWARD J. HUGHES~~
Secretary of State
Springfield, Illinois

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

ARTICLE FIRST: The name of the corporation is:

MORRIS GRAIN COMPANY

ARTICLE SECOND: The following amendment or amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois:

The aggregate number of authorized shares shall consist of one hundred thousand (100,000) of one class of the par value of One hundred Dollars (\$100.00) each.

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494

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was 30,000 ; and the number of shares of each class entitled to vote as a class on the adoption of said amendment or amendments, and the designation of each such class were as follows: None

Class

Number of Shares

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICLE FOURTH: The number of shares voted for said amendment or amendments was 27,106 ; and the number of shares voted against said amendment or amendments was None . The number of shares of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was:

Class

Number of Shares Voted
For Against

28-494

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its corporate seal to be hereto attested by its Secretary, this 10th day of July, 1936.



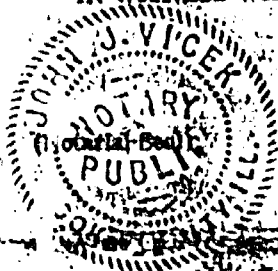
MORRIS GRAIN COMPANY
By *James Norris*
President

ATTEST: *John J. Vicer*
Notary Public

STATE OF ILLINOIS }
COUNTY OF COCK } ss.

I, *John J. Vicer*, a Notary Public, do hereby certify that on the 10th day of July 1936, James Norris personally appeared before me and, being first duly sworn by me, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.



Notary Public.
John J. Vicer

Box 1064 File 62579

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

MORRIS GRAIN COMPANY
Amended object and extension of
corporate duration

FILED
JUL 13 1936
Edward J. Hughes
Notary Public

Filing Fee \$20.00

1.5

Certificate Number 822

17
494



To all to whom these Presents Shall Come, Greeting:

Whereas, Articles of amendment to the Articles of Incorporation
duly signed and verified of

MORRIS GRAIN COMPANY

have been filed in the Office of the Secretary of State on the 7th
day of March A.D. 1934, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A.D. 1933.

Now Therefore, I, EDWARD J. HUGHES, Secretary of State of the State of Illinois,
by virtue of the powers vested in me by law do hereby issue this certificate of
amendment and attach thereto a copy of the Articles of Amendment to the
Articles of Incorporation of the aforesaid corporation.

In Testimony Whereof, I have set my hand and cause to
be affixed the Great Seal of the State of Illinois
Given at the City of Springfield this 7th
day of March A.D. 1934 and
of the Independence of the United States
the one hundred and 58th.

(SEAL)

Edward J. Hughes
SECRETARY OF STATE

DATE _____
FILING FEE \$ _____
CLERK _____

18
444

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

PAID
\$ 20
MAR 7 - 1934
<i>Edward J. Hughes</i> Secretary of State. By _____ Corp. Dept.

NORRIS GRAIN COMPANY

To EDWARD J. HUGHES
Secretary of State
Springfield, Illinois

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

RECEIVED

PAGE

LINE

ARTICLE FIRST: The name of the corporation is: 0149 MAR 7 '34 48

NORRIS GRAIN COMPANY

Edward J. Hughes
C Secy. of State

ARTICLE SECOND: The following amendment or amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois:

The aggregate number of shares shall consist of fifty thousand (50,000) shares of Common Stock (all of one class) of the par value of One Hundred Dollars (\$100.00) each.

20
494

(Disregard this Article where
the amendments contain
no such provisions.)

ARTICLE FIFTH: The manner in which the exchange, reclassification, or cancellation of issued shares, or the reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for by said amendment or amendments, shall be effected, is as follows:

(Disregard this Paragraph
where amendments do not
affect stated capital or
paid-in surplus.)

ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendments effecting a change in the amount of stated capital or the amount of paid-in surplus, or both, is effected is as follows:

(Disregard this Paragraph
where amendments do not
affect stated capital and
paid-in surplus.)

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by said amendment or amendments are as follows:

	Before Amendment	After Amendment
Stated capital	\$	\$
Paid-in surplus	\$	\$

21-494

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its corporate seal to be hereunto attested by its Secretary, this First day of March, 19 34.



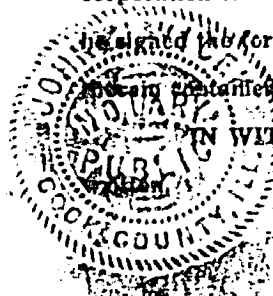
MORRIS GRAIN COMPANY
By James Norris
Its President

Attest:
Wm. H. Canley
Secretary

STATE OF Illinois
COUNTY OF Cook

I, John J. Trice, ss. a Notary Public
(Insert name and official capacity)

do hereby certify that on the first day of March, 1934, personally appeared before me James Norris, known to me to be the President of the corporation executing the foregoing document, and being first duly sworn by me acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.



IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before

John J. Trice
(Insert official capacity of person taking the acknowledgment)
Notary Public.

Box 1024 File 22579

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

MORRIS GRAIN COMPANY

FILED

MAR 7 - 1934

James Norris

Filing Fee \$20.00.

30
494

(Disregard this Article where the amendments contain no such provisions.)

ARTICLE FIFTH: The manner in which the exchange, reclassification, or cancellation of issued shares, or the reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for said amendment or amendments, shall be effected, is as follows:

(Disregard this Paragraph where amendments do not affect stated capital or paid-in surplus.)

ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendments effecting a change in the amount of stated capital or the amount of paid-in surplus, or both, is as follows:

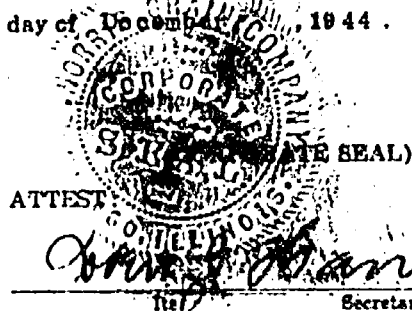
(Disregard this Paragraph where amendments do not affect stated capital and paid-in surplus.)

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by said amendment or amendments are as follows:

	Before Amendment	After Amendment
Stated capital \$		\$
Paid-in surplus . . . \$		\$

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IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its corporate seal to be hereto affixed, attested by its Secretary, this 18th day of December, 1944.



NORRIS GRAIN COMPANY

By

Its

President

STATE OF ILLINOIS
COUNTY OF COOK } ss.

I, John J. Vicek a Notary Public, do hereby certify that on the 18th day of December 1944, JAMES MORRIS personally appeared before me and, being first duly sworn by me, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before



John J. Vicek
Notary Public.

Box 1064 File 579

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF

MORRIS GRAIN COMPANY

Increased number of authorized shares from 50,000 Shs PV to 100,000 Shs PV

FILED

DEC 19, 1944

Richard Yates
Secretary of State

Filing Fee \$20.00

1.15

TO BE FILED IN DUPLICATE.

Please read instructions on back of report before attempting to execute.

Date 9-21-33 32
494
Filing Fee \$ 15
Clerk W.E.

Certificate of Designation of Registered Office and Registered
Agent by Foreign and Domestic Corporations.

105640

State of ILLINOIS }
COOK County } ss.

To EDWARD J. HUGHES,
Secretary of State,
Springfield, Illinois.

The undersigned corporation, organized and existing under the laws of the State of Illinois, for the purpose of designating a registered office and registered agent, as required by the provisions of "The Business Corporation Act," of Illinois, represents that:

1. The name of the corporation is Norwin Grain Company

2. Its registered office is 141 W. Jackson Blvd., Chicago, Illinois
Number Street City State

3. The name of its registered agent is Robert J. Hanley

whose address is the same as that of its registered office.

4. Such designation was authorized by resolution duly adopted by the board of directors.

33-494

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its office, this _____ day of _____, A. D. 19__.

President attested by its _____ Secretary,



MORRIS GRAIN COMPANY

By *James Morris*
Its President (or Vice-President)

Attest: *John J. Vioek*
Its Secretary (or Assistant Secretary)

State of ILLINOIS

County of COOK

ss.

I, John J. Vioek, a Notary Public, do hereby certify that

on the 7th day of September, A. D. 1933, personally appeared

before me James Morris who declares he is President of the corporation, executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.



John J. Vioek
Notary Public

Box 1064 File 399

CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND
REGISTERED AGENT
of
MORRIS GRAIN COMPANY
141 N. Jackson Blvd., Chicago

Filing Fee \$1.00.

NOTICE

This certificate must be filed in duplicate. The corporation cannot act as its own registered agent.

The registered office may be, but need not be, the same as the place of business of the corporation, but the registered office and the registered address of the agent must be the same.

Any subsequent change in the registered office or agent must be immediately reported to the Secretary of State on blanks furnished for that purpose.

FILED
James Morris
Sept 10 1933

RECEIPT

WATER RIGHTS COMMISSION

State of South Dakota

No 4 7836

PIERRE, December 18, 1920

RECEIVED OF Don T. Taylor, Caputa, SD 57725

the following amount in fees for services rendered as provided for by law:

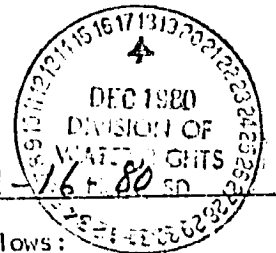
Fee for Application for Permit to Appropriate Water No. (examination, processing, recording and filing)		
Fee for Inspecting Construction, and Issuing Cert. of Construction No.		
Fee for Inspecting Beneficial Use, and Issuing Water License No.		
Fee for issuing Location Certificate-Dry Draw, No.		
Fee for filing transfer of WR #554-2		2.00
Fee for certified copy of		
Fee for Print copy of map		
Fee for Certifying		
Fee for		
(any other work as provided by law)		
TOTAL		2.00

WATER RIGHTS COMMISSION

By (W. J. Taylor) 11-17-20
Chief Engineer, Executive Officer
COUNTY CLERK / COPY

NOTICE OF TRANSFER OF WATER PERMIT

TO: Water Rights
Foss Building
Pierre, SD 57501

Date: 12-16-80

This is to notify you that the title to the lands described as follows:

Portions of SW $\frac{1}{4}$, Sec. 27, S $\frac{1}{2}$ Sec. 28, SE $\frac{1}{4}$ Sec. 29, NE $\frac{1}{4}$ Sec. 32, N $\frac{1}{2}$ Sec. 33,

NW $\frac{1}{4}$ Sec. 34, T3S, R11E

formerly owned by Western Cattle Company

has been transferred to Don T Taylor, Caputa, SD 57725

together with any rights to the beneficial use of water thereon as evidenced by

Water Right Permit No. 554-2 as provided for in SDCL 46-5-32 and 46-5-33.

You are therefore hereby requested to file this "Notice of Transfer of Water Permit" in its appropriate file at the Office of the Board of Water Management as evidence of the change of ownership.

A fee of Two Dollars and Fifty Cents (\$2.50) is hereto attached to cover filing fees as required under SDCL 46-2-13.

STATE OF SOUTH DAKOTA)
County of Custer) ss.

I, Don T. Taylor being first duly sworn on my oath depose and say:
That my relation to the above described undertaking is that of Owner, that I have read the above foregoing statement, and I know of my own personal knowledge that the information herein stated is true.

Don T. Taylor
(Signed)

Subscribed and sworn to before me this 16 Day of December, 1980

Verne Morgan
(Notary Public)

RECEIPT

WATER RIGHTS COMMISSION
State of South Dakota

No 4 7835

PIERRE, December 18, 1930

RECEIVED OF Don T. Taylor, Caputa, SD 57115
the following amount in fees for services rendered as provided for by law:

Fee for Application for Permit to Appropriate Water No. _____ (examination, processing, recording and filing) _____		
Fee for inspecting Construction, and Issuing Cert. of Construction No. <u>554-2</u>	-----	12.00
Fee for inspecting Beneficial Use, and Issuing Water License No. <u>554-2</u>		
Fee for issuing Location Certificate-Dry Draw. No. _____		
Fee for filing _____		
Fee for certified copy of _____		
Fee for Print copy of map _____		
Fee for Certifying _____		
Fee for _____ (any other work as provided by law)		
TOTAL		12.00

WATER RIGHTS COMMISSION

By (M. J. H. H. H.)
Chief Engineer, Executive Officer
WATER RIGHTS COMMISSION

Permit No. 554-2Water Division 2 Battle Creek Water DistrictREPORT OF EXAMINATION OF WORKS
AND/OR APPLICATION OF WATER TO BENEFICIAL USE

TO: WATER RIGHTS, WATER MANAGEMENT BOARD / FOSS BLDG., PIERRE, SOUTH DAKOTA 57501

I have this day made a thorough examination of the water use system constructed by Don T Taylor
 _____ of Capota, S. Dak. 57725 holder _____
 of Permit No. 554-2, bearing date of priority of September 18, 1959
 authorizing the diversion of 18.1 cu. ft. per second of the waters of Local Watersheds.
 for Irrigation purposes, in Custer County.

I have to report on the condition of the same as follows:

The Water Use System consists of,

A. Works used to divert the water:

Three diversion dams

B. Works used to transport water to place of use,

Diversion ditches

C. Works used to apply water to beneficial use.

Spreader dikes with culverts
Spreader ditchesThe system is in the following condition: Fair

The point of diversion is located #1 = 750' N and 1830' W of the E $\frac{1}{4}$ Cor Sec. 27.
#2 = 400' S and 150' W of the E $\frac{1}{4}$ Cor Sec. 29; #3 = 1320' S and 50' E of
the NW Cor Sec. 33 all in T35 R11E
 The works are capable of diverting and conveying to the place of use 30.0 (est)

cu. ft. per second of water which is to be used for IrrigationWater has been put to beneficial use to the maximum extent as follows: All in T35 R11E

In Sec. 27, NW $\frac{1}{4}$ SW $\frac{1}{4}$ - 7 Ac. SW $\frac{1}{4}$ SW $\frac{1}{4}$ - 24 Ac. In Sec. 28, NW $\frac{1}{4}$ SW $\frac{1}{4}$ - 24 Ac.
NE $\frac{1}{4}$ SW $\frac{1}{4}$ - 35 Ac. SW $\frac{1}{4}$ SW $\frac{1}{4}$ - 40 Ac. SE $\frac{1}{4}$ SW $\frac{1}{4}$ - 40 Ac. NW $\frac{1}{4}$ SE $\frac{1}{4}$ - 40 Ac.
NE $\frac{1}{4}$ SE $\frac{1}{4}$ - 40 Ac. SW $\frac{1}{4}$ SE $\frac{1}{4}$ - 40 Ac. SE $\frac{1}{4}$ SE $\frac{1}{4}$ - 40 Ac. In Sec. 29,
NE $\frac{1}{4}$ SE $\frac{1}{4}$ - 14 Ac. SE $\frac{1}{4}$ SE $\frac{1}{4}$ - 20 Ac. In Sec. 32, NE $\frac{1}{4}$ NE $\frac{1}{4}$ - 5 Ac.

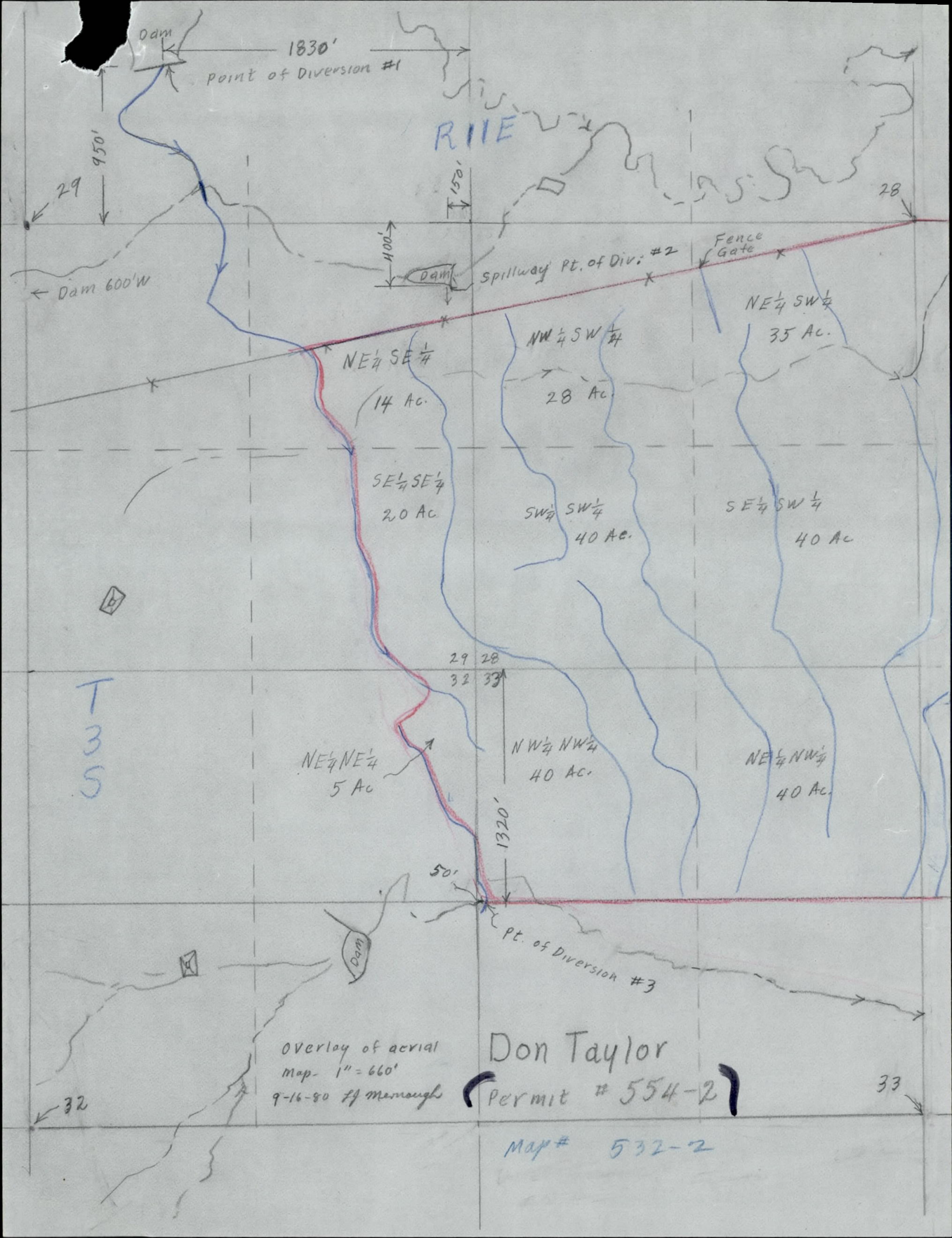
comprising a total of 601 acres of land.

In Sec. 33, NW $\frac{1}{4}$ NW $\frac{1}{4}$ - 40 Ac. NE $\frac{1}{4}$ NW $\frac{1}{4}$ - 40 Ac. NW $\frac{1}{4}$ NE $\frac{1}{4}$ - 40 Ac.
NE $\frac{1}{4}$ NE $\frac{1}{4}$ - 40 Ac. SW $\frac{1}{4}$ NE $\frac{1}{4}$ - 3 Ac. SE $\frac{1}{4}$ NE $\frac{1}{4}$ - 4 Ac. In Sec. 34
NW $\frac{1}{4}$ NW $\frac{1}{4}$ - 40 Ac. NE $\frac{1}{4}$ NW $\frac{1}{4}$ - 4 Ac. SW $\frac{1}{4}$ NW $\frac{1}{4}$ - 11 Ac. SE $\frac{1}{4}$ NW $\frac{1}{4}$ - 1 Ac.

601.70 = 8.57 CFS

In Sec. 33 8.57 CFS

Date September 16, 1980
Leroy J. McNaught
 (Signature)



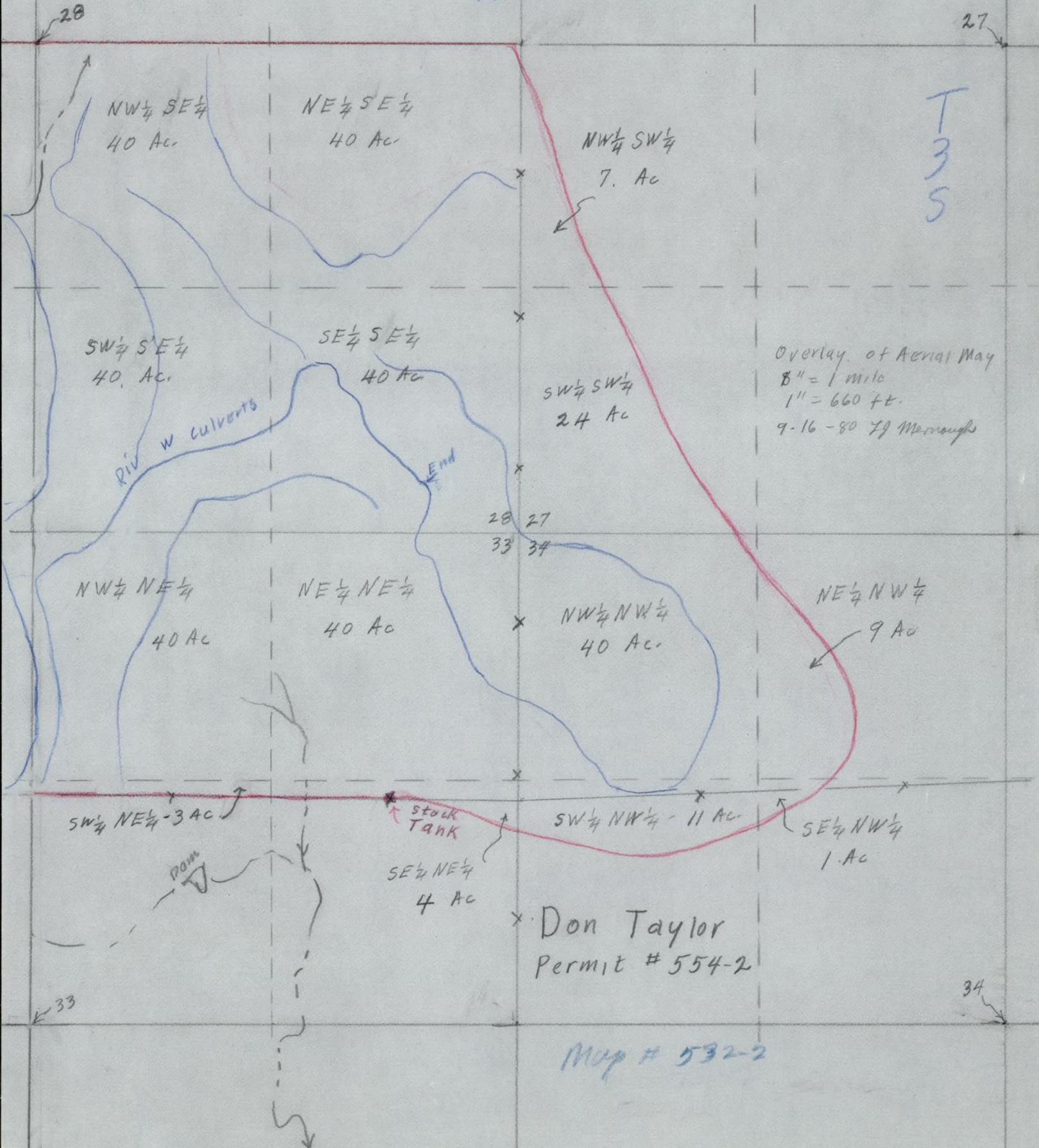
R I I E

T
3
S

Overlay of Aerial May
8" = 1 mile
1" = 660 ft.
9-16-80 Jg Marnough

Don Taylor
Permit # 554-2

Map # 532-2



RECEIVED

JAN 29 2015

WATER RIGHTS
PROGRAM

SD EForm - 0495LD V2

NOTICE OF TRANSFER OF OWNERSHIP

For assistance call (605) 773-3352

Mail to: PMB 2020
DENR - Water Rights Program
523 E Capitol Ave
Pierre, SD 57501-3182

Water Right/Permit No. 554-2Date: 1-26-2015

I/We request that Water Right/Permit No. 554-2 formerly owned by:
Stromberger Farms, Inc. be transferred to:

New Owner Name: Jeff and Lisa Anderson, KCQ Ranch LLCAddress: 85710 550th AveCity, State, Zip Pierce NE 68767 Telephone No. (402) 329-4256

Title to the following described land(s)/property has been transferred as described above:

Section 27, NWSW 7 ac., SWSW 24 ac.; Section 28, NWSW 28 ac., NESW 35 ac., SWSW 40 ac.,
SESW 40 ac., NWSE 40 ac., NESE 40 ac., SWSE 40 ac., SESE 40 ac.; Section 29, NESE 14 ac.,
SESE 20 ac.; Section 32, NENE 5 ac.; Section 33 NWNW 40 ac., NENW 40 ac., NWNE 40 ac.,
NENE 40 ac., SWNE 3 ac., SENE 4 ac.; Section 34, NWNW 40 ac., NENW 9 ac., SWNW 11 ac.,
SENE 1 ac.; All in T3S, R11E, Custer County, SD, for a total of 601 acres.

☐ I understand that the validity of Water Right/Permit No. 554-2 has not been determined by this transfer action. If I have any questions on validity, I understand that only the Water Management Board has the authority to determine if a water right/permit is valid (see note below.)

You are requested to file this "Notice of Transfer" in the appropriate file with the Water Rights Program, as evidence of the change of ownership.

A fee of Fifty Dollars (\$50.00) is included to cover the filing fee as required by SDCL 46-2-13.

I, Jeff and Lisa Anderson KCQ Ranch LLC, the new owner, certify that the above information is true and correct.

Lisa Anderson
(signed by new owner)

NOTE: Water permits may be cancelled for nonconstruction after the five year construction period has expired. Once a water permit is developed and the water used, the permit becomes a right. A water right may be lost for three reasons:

1. Abandonment - no intent to use water and use is abandoned.
2. Forfeiture - no use of water for three year period without legal excuse.
3. For a third violation of a condition of a water permit/right.

RECEIPT

WATER RIGHTS PROGRAM

South Dakota Department of Environment and Natural Resources

Date 1/29, 2015

RECEIVED OF First Am. Title Co of SD PO Box 8181 Rapid City SD 57709 for KCQ Ranch LLC

The following amount in fees for services rendered as provided for by law:

Fee for Application for Permit No. _____ to Appropriate Water, to construct and to put water to beneficial use	50	00
Fee for Application for Permit No. _____ to Appropriate Water for Future use		
Fee to retain Future Use Permit No. _____ after period of seven years.		
Fee for Inspecting Constructed Works, confirming beneficial use and issuing Water License No. _____		
Fee for Filing Transfer Form <u>554-2</u>		
Fee for _____		
Fee for Issuing New Well Driller's License No. _____ for C.Y. _____		
Fee for Renewal of Well Driller's License No. _____ for C.Y. _____		
Fee for Issuing Well Pump Installer's License No. _____ for C.Y. _____	50	00
Fee for Renewal of Well Pump Installer's License No. _____ for C.Y. _____		
(Any Other Work Provided by Law)	TOTAL	50 00

No. **07216**

By J. Anne Goodman
Chief Engineer



DEPARTMENT of ENVIRONMENT
and NATURAL RESOURCES

JOE FOSS BUILDING
PMB 2020
523 EAST CAPITOL
PIERRE SOUTH DAKOTA 57501-3182
www.denr.sd.gov

February 2, 2015

554-2

Jeff & Lisa Anderson
KCQ Ranch LLC
85710 550th Ave
Pierce NE 68767

Dear Mr. & Mrs. Anderson:

I am writing to acknowledge receipt of the transfer form and filing fee submitted for changing ownership on Water Right No. 554-2.

The ownership change has been completed. Water Right No. 554-2, formerly listed in the name of Don Taylor is now listed in the name of "KCQ Ranch LLC, Jeff and Lisa Anderson."

Receipt No. 07213 in the amount of \$50 is being forwarded to the First American Title Company of SD in Rapid City with a copy of this letter. If you have any questions concerning the water right, please contact us.

Sincerely,

Genny McMath
Water Rights Program
(605) 773-3352
email: genny.mcmath@state.sd.us

c: First American Title Co of SD w/Receipt