



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

MONAD COMPANY

a corporation duly organized and existing under the laws of **Minnesota** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Tenth** day of **February**, 19 **66**, a properly authenticated copy of its articles of incorporation, and on the **Tenth** day of **February**, 19**66**, a designation of **Vernor R. Clements** in the County of **Ben Foose** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **10th** day of **February**, A.D. 19 **66**.

Secretary of State.

UNITED STATES OF AMERICA

STATE OF MINNESOTA

DEPARTMENT OF STATE

I, JOSEPH L. DONOVAN, Secretary of State of the State of Minnesota, do hereby certify that the annexed is a full, true and correct photocopy of Articles of Incorporation of Missabe Realty Company, as filed for record in this office on the 6th day of November, 1912, and recorded in Book W-3 of Incorporations at page 111 and Amendments thereto as filed for record on the 2nd day of November, 1942; on the 18th day of December, 1956; on the 7th day of January, 1966 whereby the name of said corporation was changed to Monad Company - - -

as the same appears of record in this office, and of the whole thereof.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol in St. Paul, this
18th day of January,
A. D. 19 66.

Joseph L. Donovan
Secretary of State

The undersigned, residents of the state of Minnesota, associate themselves together for the purpose of forming a corporation under the general laws of Minnesota, and for that purpose adopt the following

ARTICLES OF INCORPORATION

Article I.

The name of the corporation is the MISSABE REALTY COMPANY. The nature of its business is the buying, selling and improving of lands in the state of Minnesota. The principal place of transacting the business of the corporation is in Saint Paul in the state of Minnesota.

Article II.

The time of commencement of the corporation is November 12, 1912 and the period of continuance thereof is thirty (30) years from that date.

Article III.

The amount of capital stock of the corporation is ten thousand dollars (\$10,000.00) to be divided into one hundred (100) shares of one hundred (\$100.00) each and it is to be paid for at par in cash as subscribed.

Article IV.

The amount of indebtedness or liability to which the corporation shall at any time be subject is five hundred thousand dollars (\$500,000.00).

Article V.

The names and places of residence of the persons forming this corporation are as follows:

are as follows:

Thomas Cooper,
R. W. Clark,
E. M. Willis.

Saint Paul, Minnesota,
Saint Paul, Minnesota,
Saint Paul, Minnesota.

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Article VI.

The names of the first board of directors are, Thomas Cooper, R. W. Clark and E. M. Willis.

The government of the corporation and the management of its affairs are vested in a board of directors who may adopt by-laws and elect such officers as may be provided by the board. The board shall be elected at an annual meeting held in each year on the first Tuesday in October but the first board shall named shall manage the affairs of the corporation until the time fixed for the first annual meeting.

Signed in the presence of:
J. M. Moilrath
W. E. Cornell

Thomas Cooper
R. W. Clark
E. M. Willis

STATE OF MINNESOTA,
County of Ramsey. ss

On this 5th day of November, 1912, before me personally came THOMAS COOPER, R. W. CLARK and E. M. WILLIS, to me personally known to be the individuals who executed the foregoing articles of incorporation of the MISSABE REALTY COMPANY and each of them acknowledged that he executed the same as his free act and deed.

(NOTARIAL SEAL)

F. J. Gehan
Notary Public, Ramsey County, Minn.
My commission expires April 5, 1918.

Filed for record in this office on the 6th day of November, A. D. 1912, at 11:45 o'clock A. M.

Julius A. Schuchel, Secretary of State.

CERTIFICATE OF AMENDMENT
of
ARTICLES OF INCORPORATION
of
"MISSABE REALTY COMPANY"

We, the undersigned, J. E. DANIEL and A. L. GOLDSCHALD, respectively the President and Secretary of MISSABE REALTY COMPANY, a corporation subject to the provisions of Chapter 300, Laws 1937, known as the Minnesota Business Corporation Act, do hereby certify that, by instrument in writing dated the 2nd day of October, 1948, the holders of all of the outstanding shares of the capital stock of said MISSABE REALTY COMPANY, being all of the holders of shares of said corporation who would be entitled to notice of a meeting of shareholders for such purpose, have adopted the following resolution for the purpose of amending the Articles of Incorporation of said corporation pursuant to provisions of said Act, to-wit:

"WHEREAS, This company was incorporated under the laws of the State of Minnesota in November 1910, for a term of thirty (30) years, which term will expire November 10, 1940, and

WHEREAS, it is desirable that the existence of this company shall be extended indefinitely,

NOW, THEREFORE, be it Resolved that Article II of the articles of incorporation of this company is amended by substitution in lieu thereof the following:

"The time of commencement of the corporation is November 10, 1910, and this corporation shall have perpetual existence."

FURTHER RECITED, that the President and Secretary of this corporation be and they have and are authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation, embracing the foregoing resolution, and to cause such certificate to be filed for record in the manner required by law."

IN WITNESS WHEREOF we have subscribed our names and caused the corporate seal of said corporation to be hereto

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affixed this 2nd day of October, 1942.

MISSABE REALTY COMPANY

By C. E. Denney
President

Executed in the
Presence of:

H. S. Baker
Thos. McLeod

ATTEST:

Emil J. Schaefer
Secretary

STATE OF MINNESOTA)
COUNTY OF RAMSEY) ss.

C. E. DENNEY and A. W. GOTSCHALK being first duly sworn on oath, depose and say; that they are respectively the President and Secretary of Missabe Realty Company, the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the shareholders of said corporation; that the seal attached is the corporate seal of said corporation; that said certificate is executed on behalf of said corporation, by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.



STATE OF MINNESOTA
DEPARTMENT OF STATE

I hereby certify that the within instrument was filed for record in this office on the 2nd day of Nov A. D. 1942, at 1:30 o'clock P. M. and was duly recorded in Book B-7 of Incorporations, on page 49.

APPR'D & FILED
INDEXED
IND. FILED
DEX. CHECKED

Minnehaha
Secretary of State

C. R. Schaefer
Notary Public, Ramsey County,
Minnesota.

My commission expires Jan 24, 1944.

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CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
"MISSABE REALTY COMPANY".

We, the undersigned, ROBERT S. MACFARLANE and A. M. GOTTSCHALD, respectively the President and Secretary of Missabe Realty Company, a corporation subject to the provisions of Chapter 300, Laws 1933, known as the Minnesota Business Corporation Act, do hereby certify that by instrument in writing dated the 14th day of December, 1956, the holders of all of the outstanding shares of the capital stock of said Missabe Realty Company, being all of the holders of shares of said corporation who would be entitled to notice of a meeting of shareholders for such purpose, have adopted the following resolution for the purpose of amending the Articles of Incorporation of said corporation, pursuant to the provisions of said Act, to-wit:

RESOLVED, That the Articles of Incorporation of this corporation be and they are hereby amended and altered so that Articles I, III and IV thereof shall read as follows:

ARTICLE I.

The name of the corporation is the MISSABE REALTY COMPANY and its registered office is located at 176 East Fifth Street in the City of St. Paul, County of Ramsey, in the State of Minnesota.

ARTICLE III.

The total authorized capital stock of the corporation is one hundred (100) shares, all of which shall be without par value.

ARTICLE IV.

The purposes of the corporation are:

To acquire, hold, encumber, lease, sell or otherwise dispose of, and to manage, improve and deal in lands and tenements of any and every description.

To acquire, hold, encumber, lease, sell or otherwise dispose of, and to manage and operate mines, mining claims, mineral rights and mineral properties of any and every description.

To acquire, hold, operate and maintain works of internal improvement for supplying the public with water, light, heat or power.

To acquire, hold, mortgage, pledge, or dispose of the shares, bonds, securities, and other evidences of indebtedness of any domestic or foreign corporation.

To construct, manufacture, purchase, or otherwise acquire, own, encumber, sell, lease, assign and transfer or otherwise dispose of, railroad, highway, waterway or airline equipment and appliances.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the objects, purposes and powers of this corporation.

FURTHER RESOLVED, That the President and Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation, embracing the foregoing resolution, and to cause such certificate to be filed for record in the manner required by law.

IN WITNESS WHEREOF, we have subscribed our names and caused the corporate seal of said corporation to be hereto

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affixed this 18th day of December, 1956.

MISSISSIPPI REALTY COMPANY

Executed in the
Presence of:

By Robert Macfarlane
President

Robert Macfarlane

Attest:

Thomas M. Gore

Thomas M. Gore
Secretary

(Seal)

STATE OF MINNESOTA
COUNTY OF RAMSEY

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ROBERT S. MACFARLANE and A. M. GOTTSCHALD, being first duly sworn on oath, depose and say: That they are respectively the President and Secretary of Missabe Realty Company, the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the shareholders of said corporation; that the seal attached is the corporate seal of said corporation; that said certificate is executed on behalf of said corporation by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.

R. A. Amberg R. A. Amberg
Notary Public, Ramsey County, Minnesota
My commission expires

(NOTARIAL SEAL)

STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
instrument was filed for record in this
office on the 13 day of Dec
A. D. 19 26, at 2 o'clock P. M.,
and was duly recorded in Book 7-15
of Incorporations, on page 105
Joseph L. Lamoreau
Secretary of State

APPRO'D & FILED
INDEXED
IND. FILED
DECL. CHECKED

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
"MISSABE REALTY COMPANY".

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We, the undersigned, ROBERT S. MACFARLANE AND RUSSELL H. DICK, respectively the President and Secretary of Missabe Realty Company, a corporation subject to the provisions of Chapter 300, Laws 1933, known as the Minnesota Business Corporation Act, do hereby certify that by instrument in writing dated the 20th day of December, 1965, the holders of all of the outstanding shares of the capital stock of said Missabe Realty Company, being all of the holders of shares of said corporation who would be entitled to notice of a meeting of shareholders for such purpose, have adopted the following resolution for the purpose of amending the Articles of Incorporation of said corporation, pursuant to the provisions of said Act, to-wit:

RESOLVED, That the Articles of Incorporation of this corporation, as heretofore amended, be and they are hereby amended and altered so that Articles I and IV thereof shall read as follows:

ARTICLE I.

The name of the corporation is MONAD COMPANY, and its registered office is located at 176 East Fifth Street in the City of St. Paul, County of Ramsey and State of Minnesota.

ARTICLE IV.

This corporation has general business purposes, including, without limitation, the following:

1. To take, purchase, invest in, lease,

sublease, or otherwise acquire improved and unimproved real property, and any interest of any kind therein, and to own, improve, develop, manage, mortgage, lease, sublease, sell or otherwise dispose of any real property or interest therein now owned or hereafter acquired by the corporation.

2. To explore and drill for, mine, produce, manufacture, refine, handle and dispose of oil, gas, coal, taconite and other minerals, to build, repair and maintain wells, mines, pipe lines, refineries, plants and other facilities in connection therewith, and generally to engage in the oil, gas, coal, sand and gravel and other mineral business and all branches thereof. To build and operate pipe lines to carry oil, gas, coal or any other commodity which can be transported by pipe line.

3. To do a timberland and general lumber business in all of the branches thereof, to build, repair and maintain saw mills, paper, pulp and chip mills and other facilities in connection therewith, and to manufacture, own, sell and otherwise dispose of all lumber, lumber products, logs and timber of every description.

4. To purchase, subscribe for, lease, sublease or otherwise acquire and to own, hold for investment, mortgage, pledge, lease, sublease or otherwise dispose of stocks, bonds, debentures, notes, bank acceptances and other evidences of indebtedness or other securities of any person, firm, association, corporation, joint-stock company, syndicate, trust, government or body politic, and to loan and advance money upon mortgages on real property and pledges of personal property or upon either of them, whether the objective of any of the foregoing be current income or gain in capital or principal or acquisition of interests useful in the business of the corporation.

5. To promote, finance, aid or assist, financially or otherwise, in any manner, whether by loan, subsidy, guaranty or otherwise, those issuing or having power to issue, creating or responsible for any securities referred to in the foregoing paragraph 4, or

those in whose business or affairs the corporation shall have an interest, and in connection therewith to guarantee or become surety for the performance of any undertaking or obligation or the payment of dividends on stock.

6. To acquire, hold, operate and maintain works of internal improvement for supplying the public with water, light, heat or power.

7. To construct, manufacture, purchase or otherwise acquire, own and encumber, sell, lease, assign, transfer, or otherwise dispose of railroad, highway, waterway, pipe line or airline equipment and appliances.

The provisions of this Article IV shall be construed both as purposes and powers and each as an independent purpose and power. The enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of this corporation, and the purposes and powers herein specified shall be in no way limited or restricted by reference to, or inference from, the terms of this Article or any other provisions of the Articles of Incorporation.

FURTHER RESOLVED, That the President and Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation embracing the foregoing resolution, and to cause such certificate to be filed for record in the manner required by law.

IN WITNESS WHEREOF, we have subscribed our names and caused the corporate seal of said corporation to be

hereto affixed this 5 day of January, 1966.

MISSABE REALTY COMPANY

Executed in the Presence of:

By Robert H. McFarlane President

Attest: (SEAL)

Richard A. Burke

Russell Secretary

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STATE OF MINNESOTA }
COUNTY OF RAMSEY } ss

On this 5th day of January, 1966, before me
appeared ROBERT S. MACFARLANE and RUSSELL H. DICK, ^{who} being
^{did} first duly sworn on oath, depose and say: That they are
respectively the President and Secretary of Missabe Realty
Company, the corporation named in the foregoing certificate;
that said certificate contains a true statement of the action
of the shareholders of said corporation; that the seal at-
tached is the corporate seal of said corporation; that said
certificate is executed on behalf of said corporation by its
express authority; and they further acknowledge the same to
be their free act and deed and the free act and deed of said
corporation.

Richard J. Woulfe
Notary Public, Ramsey County, Minn.
My commission expires April 30, 1970

(NOTARIAL SEAL)

STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
instrument was filed for record in this
office on the 7 day of Jan.
A.D. 1966, at 11 o'clock A.M.
and was duly recorded in Book T-26
of Incorporations, on page 418
Joseph L. Donovan
Secretary of State

APPROD & FILED
INDEXED
IND. FILED
DEK. CHECKED