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ARTICLES OF INCORPORATION OF

ZIEGLER AG, INC.

ARTICLE I.

The name of this Corporation is: **Ziegler Ag, Inc.**

ARTICLE II.

The period of the Corporation's duration is perpetual.

ARTICLE III.

The purposes for which this Corporation is organized are:

(1) To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Business Corporation Act as now constituted or as may be hereafter altered or amended;

(2) In general, to do all things, or any other acts, at any place wheresoever, which any natural person may do and which are not forbidden by the Business Corporation Act or by any other law of the State of Nebraska or by these Articles of Incorporation.

Except where expressly noted, the terms of any other clause in these Articles of Incorporation, shall not limit or restrict by reference to, or inference from, the business and purposes specified in this Article.

ARTICLE IV.

The Corporation shall have one class of common stock and the aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares with each share to have a par value of One Dollar (\$1.00).

ARTICLE V.

The street address of the initial registered office of the Corporation is: 510 4th Street - Thayer, Waco, NE 68460-8818, and the name of the initial registered agent at such address is Christopher W. Ziegler. The mailing address of the Corporation is 510 4th Street - Thayer, Waco, NE 68460-8818.



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ARTICLE VI.

A Director's conflicting interest transaction (as defined by the Business Corporation Act) may not be enjoined or set aside or give rise to an award of damages or other sanctions in a proceeding by a Shareholder or by or in the right of the Corporation because the Director, or any person with whom or which such Director has a personal, economic, or other association, has an interest in the transaction, if: (a) the Directors' action respecting the transaction was at any time taken in compliance with Neb. Rev. Stat. §21-20,114; (b) the Shareholders' action respecting the transaction was at any time taken in compliance with Neb. Rev. Stat. §21-20,115; or (c) the transaction, judged according to the circumstances at the time of commitment, is established to have been fair to the Corporation.

ARTICLE VII.

Except as limited by the Business Corporation Act, a Shareholder shall have preemptive rights to acquire unissued shares of the Corporation and treasury shares held by the Corporation.

ARTICLE VIII.

No Director shall have liability to the Corporation or its Shareholders for money damages for any action taken, or failure to take any action, as a Director, except liability for: (a) the amount of a financial benefit received by a Director to which he or she is not entitled; (b) an intentional infliction of harm to the Corporation or the Shareholders; (c) a violation of Neb. Rev. Stat. §21-2096; or (d) an intentional violation of criminal law.

ARTICLE IX.

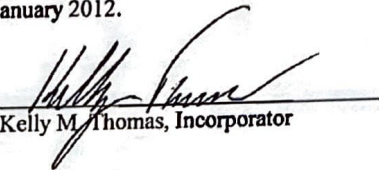
The Corporation shall indemnify each and every Director for liability, as defined by Neb. Rev. Stat. §21-20,102, to any person for any action taken, or any failure to take any action, as a Director, except liability for: (a) receipt of a financial benefit to which he or she is not entitled; (b) an intentional infliction of harm on the Corporation or its Shareholders; (c) a violation of Neb. Rev. Stat. §21-2096; or (d) an intentional violation of criminal law.

ARTICLE X.

The name and address of the incorporator are: Kelly M. Thomas, 408 North Platte Avenue, Suite A, York, Nebraska 68467.

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The undersigned, being the incorporator hereinbefore named, for the purpose of forming the corporation under the Business Corporation Act does hereby adopt and sign these Articles of Incorporation this 30th day of January 2012.


Kelly M. Thomas, Incorporator