

State of South Dakota



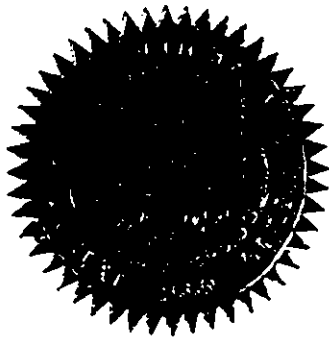
OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Business Corporation

ORGANIZATIONAL ID #: DB044292

I, **JOYCE HAZELTINE**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **RPW CORP.** duly signed and verified, pursuant to the provisions of the South Dakota Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this July 3, 2001.

A handwritten signature in cursive script that reads "Joyce Hazeltine".

Joyce Hazeltine
Secretary of State

Secretary of State
State Capitol
500 E. Capitol Ave.
Pierre SD 57501
Phone 605-773-4845
Fax 605-773-4550

Articles of Incorporation

0108309/1818
8/1/01 RECEIVED
JUL 03 '01
S.D. SEC. OF STATE

Executed by the undersigned for the purpose of forming a South Dakota Business Corporation under Chapter 47 of SDCL

Article I

The name of the corporation is RPW Corp.

Article II

The period of existence is perpetual.

Article III

The purposes for which the corporation is organized:

Manage assets, hold investments and perform all other lawful businesses.

Article IV

The number of shares which it shall have authority to issue, itemized by class, par value of shares, shares without par value, and series, if any, within a class:

Number	Class	Series	Par value per share or statement that shares are without par value
250	Voting	N/A	One dollar (\$1.00) par value.
24,750	Non Voting	N/A	One dollar (\$1.00) par value.

Article V

The preferences, limitations, designation and relative rights of each class or series of stock:

See attached statement.

Article VI

The corporation will not commence business until consideration of the value of at least One Thousand Dollars (\$1,000.00) has been received for the issuance of shares

Article VII

The complete address, including the street address or a statement that there is no street address, of its registered office is 616 43rd Court, Rapid City, SD

ZIP 57702-2072

and the name of its registered agent at such address is Todd Wiles

Article VIII

The number of directors constituting the initial board of directors is two (2) and the names and addresses of the persons who are to serve as directors:

Name	Address
See attached statement.	

Filed this 3rd day of July, 2001
Jessie J. Angeltine
SECRETARY OF STATE

d. 1044292

0000000000

0:08309.1018
811701

Article IX

The names and addresses of the incorporators

Name	Address
See attached statement	

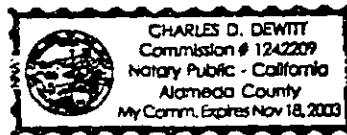
Article X
(Other provisions)

These Articles may be amended in the manner authorized by law at the time of amendment.

All Incorporators must sign below and signatures must be notarized.

Dated 6/27/01

Theodore S. Reich
Theodore S. Reich



STATE OF California
COUNTY OF Alameda

On this the 27th day of JUNE, 2001, before me personally appeared Theodore S. Reich known to me or satisfactorily proven to be the person(s) who are described in, and who executed the within instrument and acknowledged to me that she/he/they executed the same

My Commission Expires NOV 18, 2003

Charles D. DeWitt
Notary Public

Notarial Seal

The Consent of Appointment below must be signed by the registered agent.

Consent of Appointment by the Registered Agent

I, Todd Wiles, hereby give my consent to serve as the
(Name of Registered Agent)

registered agent for RPW Corp.
(Corporate Name)

Dated 6-29-01

Todd Wiles
(Signature of Registered Agent)

The proper filing fee must accompany the application. Make checks payable to the Secretary of State.

0108309.1018
8/17/01

ATTACHMENT TO ARTICLES OF INCORPORATION
OF
RPW CORP.

Article V

Each share of voting common stock shall have the same rights, privileges and voting power and shall be non-assessable, and each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, except that shares of non-voting common stock shall not be entitled to vote.

Article VIII

<i>Name</i>	<i>Address</i>
Roger L. Westphal	c/o North Point Trust Company, LLC 616 43 rd Court Rapid City, SD 57702-2072
Penny L. Westphal	c/o North Point Trust Company, LLC 616 43 rd Court Rapid City, SD 57702-2072

Article IX

<i>Name</i>	<i>Address</i>
Theodore S. Reich	1980 Mountain Boulevard, Suite 202 Oakland, CA 94611

64461116020202

2002

ANNUAL REPORT

DOMESTIC PLEASE TYPE OR USE BLACK INK

0208216.1146 8/13/02

FILING FEE: \$25 MAKE CHECK PAYABLE TO SECRETARY OF STATE ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 7/1/02 RECEIPT NO. 113973 RECEIVED JUN 24 '02

1. Corporate Name, Registered Agent and Registered Address:

DB-044292 JUL/0000 RPW CORP. WILES, TODD 616 43RD COURT RAPID CITY SD 57702-2072

Telephone # 510-338-2288 SD REG. 06/9 FAX # 510-228-2179 Federal Taxpayer ID FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

***** ATTENTION - FILING INSTRUCTIONS *****

If ALL of the information, including the registered agent and address listed in number one is identical as set forth in the prior report, you may check the box below and sign the report in the presence of a notary public. To report a change in the registered agent and/or office, both sides of this form must be fully completed. Any change requires full completion of the front side of this form.

ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. The character of the business in which it is actually engaged in South Dakota

MANAGES ASSETS AND HOLDS INVESTMENTS

3. The names and addresses of its directors and officers:

Table with columns: NAME, OFFICE, STREET ADDRESS, CITY, STATE, ZIP+4. Includes Robert L. Westphal (President), Theodore S. Reich (Secretary), and Robert L. Westphal (Treasurer).

SD law requires at least one director.

Do the above listed officers serve also as directors? YES NO X if no, list directors below.

Table listing directors: Robert L. Westphal and Penny L. Westphal, both Directors at 616 43rd Ct, Rapid City, SD 57702.

4. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class:

Table with columns: NUMBER OF SHARES CAN ISSUE (authorized), CLASS, SERIES, PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE. Includes 250 authorized shares, 24 issued, and 100 actually issued.

6. The amount of its stated capital is \$ 1,000 (Money received for issued shares)

The report must be signed by the chairman of the board of directors, its president, or any other officer in the presence of a notary public.

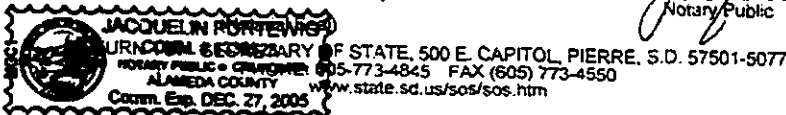
Dated 6/19/02 By Theodore S. Reich (Signature) Its SECRETARY (Title)

STATE OF CALIFORNIA COUNTY OF ALAMEDA ss

On this the 19 day of JUNE 2002, before me, JACQUELIN PORTEWIL personally appeared THEODORE S. REICH, known to me, or proved to me, to be the SECRETARY of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed the same.

My Commission Expires DECEMBER 27, 2005

Jacqueline Portewil Notary Public



SECRETARY OF STATE
STATE CAPITOL
503 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File Date _____
Receipt No. _____

FILING FEE: \$10 In addition to annual report fee

Pursuant to the provisions of the South Dakota Corporation Acts, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

1. The name of the corporation is _____
2. The previous street address, or a statement that there is no street address, of its registered office _____
_____ ZIP + 4 _____
3. The current address to which the registered office is to be changed. A PO box number can be used for mailing but a street address, or a statement that there is no street address if street addresses have not been assigned, or the RR address, must also be included. _____
_____ ZIP + 4 _____
4. The name of its previous registered agent is _____
5. The name of its successor registered agent is * _____
*The Consent of Registered Agent below must be completed by the new agent.
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. This change has been authorized by resolution duly adopted by the board of directors.

The statement may be signed by the chairman of the board of directors, by its president, or by another of its officers in the presence of a notary of public.

Dated _____

(Signature)

(Title)

STATE OF _____ ss
COUNTY OF _____

On this the _____ day of _____, 20____, before me, _____
personally appeared _____, known to me, or proved to me,
to be the _____ of the corporation that is described in and that executed the within
instrument and acknowledged to me that such corporation executed the same.

My Commission Expires _____

Notary Public

(Notarial Seal)

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____ hereby give my consent to serve as the
(name of registered agent)
registered agent for _____
(corporate name)

Dated _____

(signature)

NOTARY PUBLIC
STATE OF SOUTH DAKOTA

2003

ANNUAL REPORT

DOMESTIC PLEASE TYPE OR USE BLACK INK

FILING FEE- \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 7/18/03 RECEIVED 102967 JUL 18 03

S.D. SEC. of STATE

1. Corporate Name, Registered Agent and Registered Address:



DB-044292 JUL-2002 RPW CORP. WILES, TODD 616 43RD COURT RAPID CITY SD 57702-2072

Telephone # 510-338-0160 FAX # 510-338-0161 Federal Taxpayer II FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

***** ATTENTION - FILING INSTRUCTIONS *****

If ALL of the information, including the registered agent and address listed in number one is identical as set forth in the prior report, you may check the box below and sign the report below in the presence of a notary public. To report a change in the registered agent and/or office, both sides of this form must be fully completed. Any change requires full completion of the front side of this form.

[X] ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. The character of the business in which it is actually engaged in South Dakota

3. The names and addresses of its directors and officers:

Table with columns: NAME, OFFICE, STREET ADDRESS, CITY, STATE, ZIP+4. Rows for President, Vice President, Secretary, Treasurer.

SD law requires at least one director.

Do the above listed officers serve also as directors? YES ___ NO ___ If no, list directors below.

Director Director

4. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class:

NUMBER OF SHARES CAN ISSUE (authorized) CLASS SERIES PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE

5. NUMBER OF SHARES ACTUALLY ISSUED CLASS SERIES

6. The amount of its stated capital is \$ (Money received for issued shares)

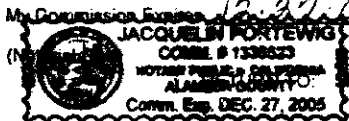
The report must be signed by the chairman of the board of directors, its president, or any other officer in the presence of a notary public.

Dated 7/15/03

By [Signature] (Signature) its SECRETARY (Title)

STATE OF CALIFORNIA COUNTY OF ALAMEDA

On this the 15 day of JULY 20 03, before me, JACQUELIN PORTEWIG personally appeared THEODORE S. REICH, known to me, or proved to me, to be the SECRETARY of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed the same.



[Signature] Notary Public

SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077 PHONE: 605-773-4845 www.state.sd.us/sos

SOS GRP 07/03

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File Date _____
Receipt No. _____

FILING FEE: \$10 in addition to annual report fee

Pursuant to the provisions of the South Dakota Corporation Acts, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

1. The name of the corporation is _____
2. The previous street address, or a statement that there is no street address, of its registered office _____
ZIP + 4 _____
3. The current address to which the registered office is to be changed. A PO box number can be used for mailing but a street address, or a statement that there is no street address if street addresses have not been assigned, or the RR address, must also be included. _____
ZIP + 4 _____
4. The name of its previous registered agent is _____
5. The name of its successor registered agent is * _____
*The Consent of Registered Agent below must be completed by the new agent.
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. This change has been authorized by resolution duly adopted by the board of directors.

The statement may be signed by the chairman of the board of directors, by its president, or by another of its officers in the presence of a notary of public.

Dated _____ (Signature) _____
(Title) _____

STATE OF _____ ss
COUNTY OF _____

On this the ____ day of _____, 20____, before me, _____, personally appeared _____, known to me, or proved to me, to be the _____ of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed the same.

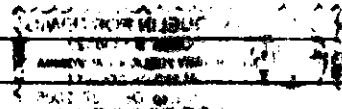
My Commission Expires _____ Notary Public _____

(Notarial Seal)

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____, hereby give my consent to serve as the
(name of registered agent)
registered agent for _____
(corporate name)

Dated _____ (signature) _____



229 4019 08/04/2004

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
Fax (605)773-4550

ANNUAL REPORT
DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE
ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 8/2/04
RECEIPT NO. RECEIVED
1344696
AUG 02 04
S.D. SEC. OF STATE

1. Corporate Name, Registered Agent and Registered Address:

DB-044292 JUL/2003
RPW CORP.
WILES, TODD
1719 WEST MAIN STREET, SUITE #401
RAPID CITY, SD 57702

Telephone # 510-338-0160
FAX # 510-338-0161
Federal Taxpa
FILING DATE: Due during the month the
Certificate of Incorporation was issued, and
delinquent after the last day of the following
month.

*** ATTENTION - FILING INSTRUCTIONS ***

If ALL of the information, including the registered agent and address listed in number one is identical as set forth in the prior report, you may check the box below and sign the report. To report a change in the registered agent and/or office, a statement of change must be filed.
Any change requires full completion of the front side of this form.

ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. The character of the business in which it is actually engaged in South Dakota Manages assets and holds investments

3. The names and addresses of its directors and officers:

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP
Roger L. Westphal	President	1719 West Main St., Suite #401, Rapid City, SD	Rapid City	SD	57702
	Vice President				
Theodore S. Reich	Secretary	1719 West Main St., Suite #401, Rapid City, SD	Rapid City	SD	57702
Roger L. Westphal	Treasurer	1719 West Main St., Suite #401, Rapid City, SD	Rapid City	SD	57702
SD law requires at least one director.					
Do the above listed officers serve also as directors? YES _____ NO <input checked="" type="checkbox"/> If no, list directors below.					
Roger L. Westphal	Director	1719 West Main St., Suite #401, Rapid City, SD	Rapid City	SD	57702
Penny L. Westphal	Director	1719 West Main St., Suite #401, Rapid City, SD	Rapid City	SD	57702

4. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class:

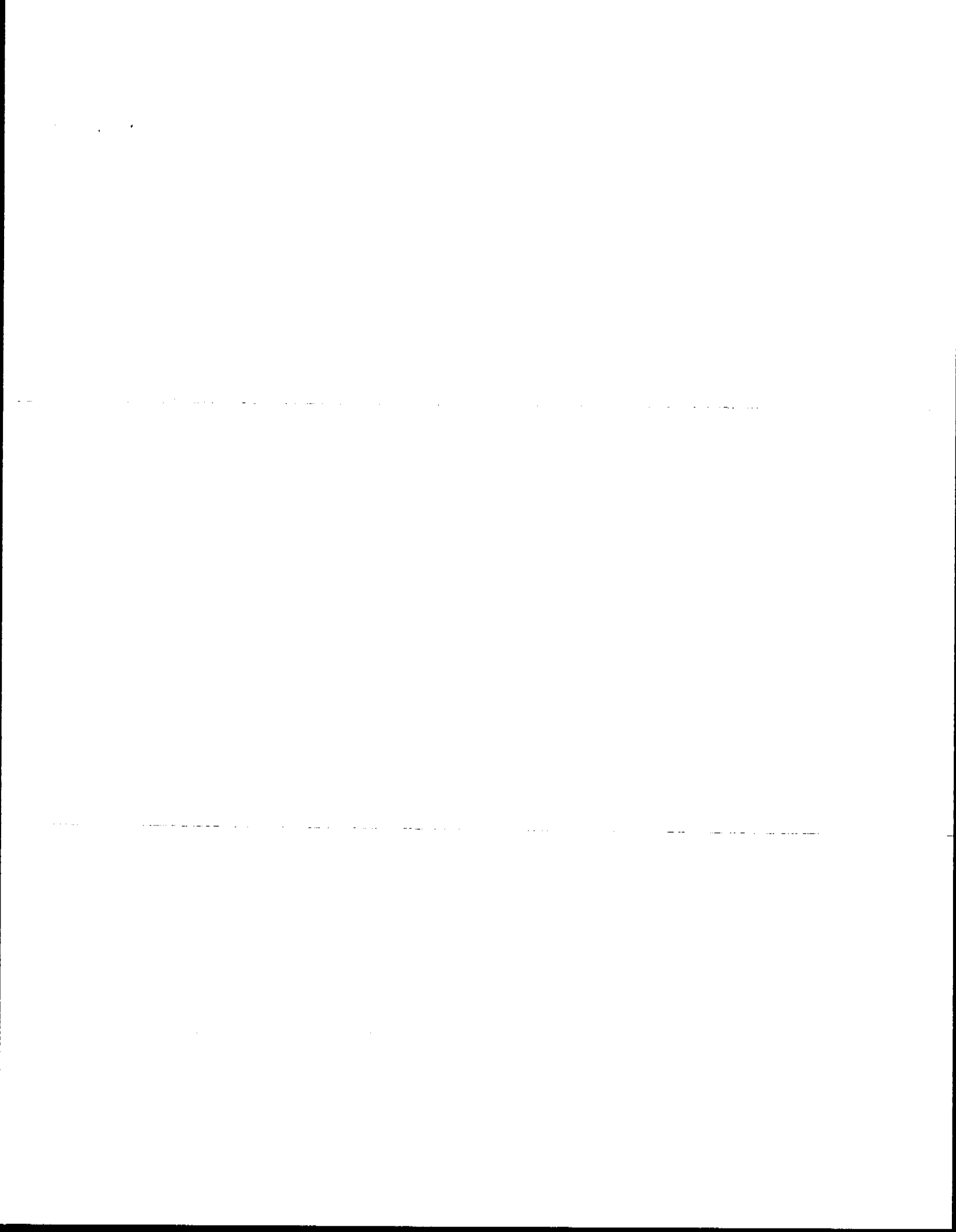
NUMBER OF SHARES CAN ISSUE (authorized)	CLASS	SERIES	PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE
<u>250</u>	Voting	n/a	\$1.00
<u>24,750</u>	Nonvoting	n/a	\$1.00
5. NUMBER OF SHARES ACTUALLY ISSUED	CLASS	SERIES	
<u>100</u>	Voting	n/a	

6. The amount of its stated capital is \$ 1,000. (Money received for issued shares)

The report must be signed by the chairman of the board of directors, its president, or any other officer.

Dated 7/26/04

SECRETARY
(Title)
Theodore S Reich
(Signature)



SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
605-773-4845

**STATEMENT OF CHANGE OF REGISTERED OFFICE, S.D. SEC. OF STATE
OR REGISTERED AGENT, OR BOTH**
FILING FEE: \$10

229 4020

Pursuant to the provisions of the South Dakota Corporation Acts, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

1. The name of the corporation is RPW Corp. DB044292

2. The previous street address or a statement that there is no street address, of its registered office _____
616 43rd Court, Rapid City, SD ZIP 57702-2072

3. The street address, or a statement that there is no street address, to which the registered office is to be changed is _____
1719 West Main Street, Suite #401, SD ZIP 57702-2564

4. The name of its previous registered agent is _____

5. The name of its successor registered agent is * _____

* The Consent of Registered Agent below must be completed by the new agent.

6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

7. This change has been authorized by resolution duly adopted by the board of directors.

The statement may be signed by the chairman of the board of directors, or its president, or any other officer.

Date 7/26/04

[Handwritten Signature]

(Signature)

SECRETARY

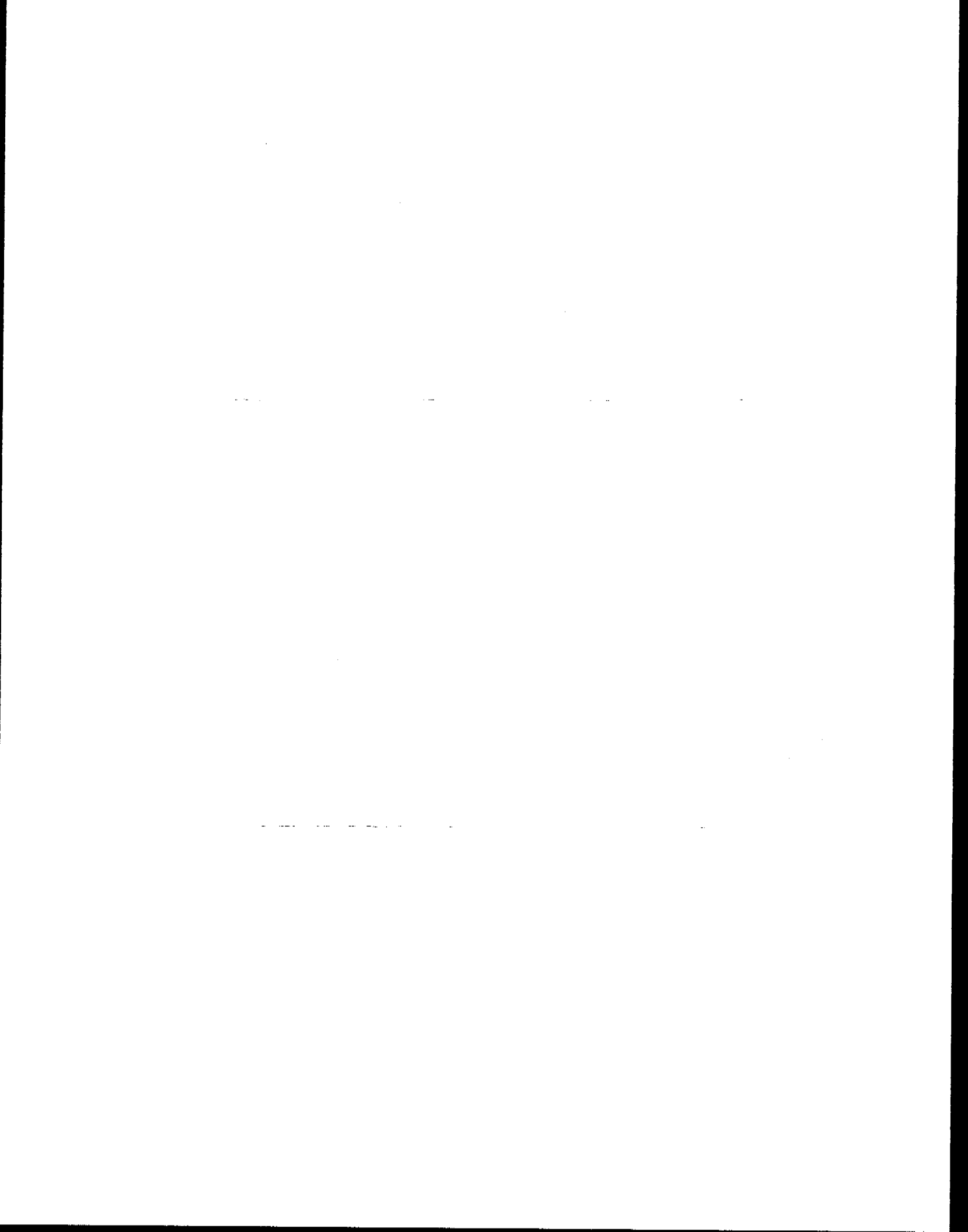
(Title)

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____, hereby give my consent to serve as the
(name of registered agent)

registered agent for _____
(corporate name)

Dated _____
(signature of registered agent)



239 2975 08/10/2005

2005

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

RECEIVED
FILE DATE 7/25/05
RECEIPT NO. 1459881
JUL 25 '05 RECEIVED
S.D. SEC. of STATE JUL 1 2005
S.D. SEC. of STATE

1. Corporate Name, Registered Agent Name and Registered Address:



DB044292
DB044292 JUL/2004
RPW CORP.
WILES, TODD
1719 WEST MAIN STREET
SUITE 401
RAPID CITY SD 57702-2564

Telephone # 510-338-0160
FAX # 510-338-0161

FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

***** ATTENTION - FILING INSTRUCTIONS *****

If ALL of the information, including the registered agent and address listed in number one is identical as set forth in the prior report, you may check the box below and sign the report. To report a change in the registered agent and/or office, both sides of this form must be fully completed. Any change requires full completion of the front side of this form.

ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. The address of the principal office 1719 WEST MAIN STREET, SUITE 401, RAPID CITY, SD 57702

3. The names and business addresses of its directors and principal officers:

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
<u>ROGER L. WESTPHAL</u>	President	<u>1719 WEST MAIN ST, SUITE 401,</u>	<u>RAPID CITY,</u>	<u>SD</u>	<u>57702</u>
	Vice President				
<u>THEODORE S. REICH</u>	Secretary	<u>1980 MOUNTAIN BLVD, SUITE 202,</u>	<u>DALLAND,</u>	<u>CA</u>	<u>94611</u>
<u>ROGER L. WESTPHAL</u>	Treasurer	<u>1719 WEST MAIN ST, SUITE 401,</u>	<u>RAPID CITY,</u>	<u>SD</u>	<u>57702</u>

4. Provide a brief description of the nature of the business _____

SD law requires at least one director.

Do the above listed officers serve also as directors? YES ___ NO If no, list directors below.
ROGER L. WESTPHAL Director 1719 WEST MAIN ST., SUITE 401, RAPID CITY, SD 57702
PENNY L. WESTPHAL Director " " " " "

5. The total number of authorized shares, itemized by class and series, if any, within each class:

NUMBER OF AUTHORIZED SHARES	CLASS	SERIES
<u>250</u>	<u>VOTING</u>	<u>N/A</u>
<u>24,750</u>	<u>NON-VOTING</u>	<u>N/A</u>

NUMBER OF ISSUED AND OUTSTANDING SHARES	CLASS	SERIES
<u>100</u>	<u>VOTING</u>	<u>N/A</u>

The statement may be signed by any authorized officer of the Corporation.

Dated 6/28/05

Theodore S. Reich
Signature

THEODORE S. REICH
Printed Name

SECRETARY
Title

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

SOS CRP 07/05

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File Date _____

Receipt No. _____

FILING FEE: \$10 In addition to annual report fee

Pursuant to the provisions of the South Dakota Business Corporation Act, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

1. The name of the corporation is _____
2. The street address, or a statement that there is no street address, of its current registered office _____
_____ ZIP + 4 _____
3. The new address to which the registered office is to be changed. A PO box number can be used for mailing but a street address, or a statement that there is no street address, if street addresses have not been assigned, or the RR address, must also be included. _____
_____ ZIP + 4 _____
4. The name of its current registered agent is _____
5. The name of its new registered agent is * _____

***The Consent of Registered Agent below must be completed by the new agent.**

6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

The statement may be signed by any authorized officer of the corporation.

Dated _____

Signature

Printed Name

Title

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____, hereby give my consent to serve as the
(name of registered agent)

registered agent for _____
(corporate name)

Dated _____

(signature)

2006

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

FILE DATE 07/03/06
RECEIVED 7373838
JUL 03 '06
S.D. SEC. OF STATE

251 0799

1. Corporate Name, Registered Agent Name and Registered Address:



DB044292 JUL/2005
RPW CORP.
WILES, TODD
1719 WEST MAIN STREET
SUITE 401
RAPID CITY SD 57702-2564

Telephone #
FAX #

FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

ATTENTION - FILING INSTRUCTIONS

If ALL of the information, including the registered agent and address listed in number one is identical as set forth in the prior report, you may check the box below and sign the report. To report a change in the registered agent and/or office, both sides of this form must be fully completed. Any change requires full completion of the front side of this form.

[X] ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. The address of the principal office

Table with 6 columns: NAME, OFFICE, STREET ADDRESS, CITY, STATE, ZIP+4. Rows for President, Vice President, Secretary, Treasurer.

SD law requires at least one director. Do the above listed officers serve also as directors? YES NO If no, list directors below.

4. Provide a brief description of the nature of the business

5. The total number of authorized shares, itemized by class and series, if any, within each class: NUMBER OF AUTHORIZED SHARES CLASS SERIES

6. NUMBER OF ISSUED SHARES CLASS SERIES

The statement may be signed by any authorized officer of the Corporation.

Dated 6/26/06

Signature Theodore S. Reich

Printed Name THEODORE S. REICH

Title SECRETARY

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

File Date _____
Receipt No. _____

FILING FEE: \$10 In addition to annual report fee

Pursuant to the provisions of the South Dakota Business Corporation Act, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

1. The name of the corporation is _____
2. The street address, or a statement that there is no street address, of its current registered office _____

ZIP + 4 _____
3. The new address to which the registered office is to be changed. A PO box number can be used for mailing but a street address, or a statement that there is no street address, if street addresses have not been assigned, or the RR address, must also be included. _____

ZIP + 4 _____
4. The name of its current registered agent is _____
5. The name of its new registered agent is * _____

***The Consent of Registered Agent below must be completed by the new agent.**

6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

The statement may be signed by any authorized officer of the corporation.

Dated _____

Signature

Printed Name

Title

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____, hereby give my consent to serve as the
(name of registered agent)
registered agent for _____
(corporate name)

Dated _____

(signature)

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File Date _____
Receipt No. _____

FILING FEE: \$10 In addition to annual report fee

Pursuant to the provisions of the South Dakota Business Corporation Act, the undersigned corporation submits the following statement for the purpose of changing its registered office and/or its registered agent in the state of South Dakota.

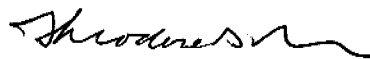
1. The name of the corporation is RPW CORP
2. The street address, or a statement that there is no street address, of its current registered office 1719 WEST MAIN STREET, SUITE 401, SD ZIP + 4 57702-2564
3. The new address to which the registered office is to be changed. A PO box number can be used for mailing but a street address, or a statement that there is no street address, if street addresses have not been assigned, or the RR address, must also be included. 333 West Blvd., Suite 400
P.O. Box 1421
Rapid City, SD ZIP + 4 57709-1421
4. The name of its current registered agent is TODD WILES
5. The name of its new registered agent is * NO CHANGE

***The Consent of Registered Agent below must be completed by the new agent.**

6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

The statement may be signed by any authorized officer of the corporation.

Dated 7/11/07



Signature

THEODORE S. REICH

Printed Name

SECRETARY

Title

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, _____, hereby give my consent to serve as the
(name of registered agent)

registered agent for _____
(corporate name)

Dated _____
(signature)

278 1933 07/16/2008

2008

ANNUAL REPORT DOMESTIC

Secretary of State Office 500 E Capitol Ave Pierre, SD 57501 (605)773-4845

Please Type or Print Clearly in Ink

FILING FEE: \$30 Make check payable to SECRETARY OF STATE

Corporate Name, Registered Agent Name and Address:



DB044292 JUL/2007 RPW CORP. WILES, TODD 333 WEST BLVD SUITE 400 PO BOX 1421 RAPID CITY SD 57709-1421

FILE DATE 07/08/08 RECEIPT NO 1813278 RECEIVED JUL 08 2008 S.D. SEC. OF STATE

Telephone # 510-338-0160 FAX # 510-338-0161 FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

2. The address of the principal executive office in or out of the State of South Dakota.

333 WEST BLVD, SUITE 400 RAPID CITY SD 57701 P.O. BOX 1421 RAPID CITY SD 57709-1421

3. The name of the South Dakota Registered Agent TODD WILES

333 WEST BLVD, SUITE 400 RAPID CITY SD 57701 P.O. BOX 1421 RAPID CITY SD 57709-1421

4. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

- ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
THEODORE S. REICH 1980 MOUNTAIN BLVD, #202 OAKLAND CA 94611
ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
PENNY WESTPHAL 60 BERRY DRIVE PACHECO CA 94553

Dated 6/26/08

THEODORE S. REICH SECRETARY

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

1. The name of the entity _____

2. The name of the registered agent on file _____

The name of the successor registered agent _____

3. If listing a Commercial Registered Agent, please state their identification number: _____

4. The address of the agent currently on file for this entity

Street Address (Required)	City	State	ZIP+4
---------------------------	------	-------	-------

Mailing Address (Optional)	City	State	ZIP+4
----------------------------	------	-------	-------

5. If the address has changed, its new address

Street Address (Required to be a South Dakota Address)	City	State	ZIP+4
--	------	-------	-------

Mailing Address (Optional – Required to be a South Dakota Address)	City	State	ZIP+4
--	------	-------	-------

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

Dated _____

(Signature of an authorized officer)

(Printed Name)

(Title)

294 2753 08/18/2009

2009

ANNUAL REPORT DOMESTIC

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

FILE DATE 08/10/09
RECEIPT NO 1939956
RECEIVED
AUG 10 2009
S.D. SEC. OF STATE

1. Corporate Name, Registered Agent Name and Address:



DB044292 JUL/2008
RPW CORP.
WILES, TODD
PO BOX 1421
RAPID CITY SD 57709-1421

Telephone # 510-338-0160
FAX # 510-338-0161
FILING DATE: Due during the month
the Certificate of Incorporation was
issued, and delinquent after the last
day of the following month.

2. The address of the principal executive office in or out of the State of South Dakota.

335 WEST BLVD, SUITE 400 RAPID CITY SD 57701
Street Address City State ZIP+4

Mailing Address (Optional) City State ZIP+4

3. The name of the South Dakota Registered Agent TODD WILES

333 WEST BLVD, SUITE 400 RAPID CITY SD 57701
Street Address (Required to be a South Dakota Address) City State ZIP+4

Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

4. The names and business addresses of its principal officers and directors. Please place a check mark next to the name
if the principal officer serves as a director. South Dakota Law requires at least one director.

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
President Street Address City State ZIP+4

[] Vice President Street Address City State ZIP+4

[X] THEODORE S. REULT 1980 MOUNTAIN BLVD #202 DAKLAND CA 94611
Secretary Street Address City State ZIP+4

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Treasurer Street Address City State ZIP+4

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Director Street Address City State ZIP+4

[X] PENNY WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Director Street Address City State ZIP+4

Dated 7/27/09

[Signature]
(Signature of an authorized officer)

THEODORE S. REULT
(Printed Name)

SECRETARY
(Title)

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

1. The name of the entity _____

2. The name of the registered agent on file _____

The name of the successor registered agent _____

3. If listing a Commercial Registered Agent, please state their identification number: _____

4. The address of the agent currently on file for this entity

Street Address (Required) City State ZIP+4

Mailing Address (Optional) City State ZIP+4

5. If the address has changed, its new address

Street Address (Required to be a South Dakota Address) City State ZIP+4

Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

Dated _____

(Signature of an authorized officer)

(Printed Name)

(Title)

2010

ANNUAL REPORT DOMESTIC

Secretary of State Office 500 E Capitol Ave Pierre, SD 57501 (605)773-4845

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

FILE DATE 08/04/10 RECEIPT NO 2054999

RECEIVED RECEIVED AUG 04 2010 JUL 20 2010 S.D. SEC. OF STATE SEC. OF STATE

1. Corporate Name, Registered Agent Name and Address:



DB044292 JUL/2009 RPW CORP. WILES, TODD PO BOX 1421 RAPID CITY SD 57709-1421

Telephone # 510-338-0160 FAX # 510-338-0161 FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent after the last day of the following month.

2. The jurisdiction under whose law it is formed South Dakota

3. The address of the principal executive office in or out of the State of South Dakota.

333 WEST BLVD., SUITE 400 RAPID CITY SD 57701 Street Address City State ZIP+4 P.O. Box 1421 Rapid City SD 57709-1421 Mailing Address (Optional) City State ZIP+4

4. The name of the South Dakota Registered Agent TODD WILES

333 WEST BLVD., SUITE 400 RAPID CITY SD 57701 Street Address (Required to be a South Dakota Address) City State ZIP+4 P.O. Box 1421 Rapid City SD 57709-1421 Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553 President Street Address City State ZIP+4 THEODORE S. REICH 1980 MOUNTAIN BLVD #202 OAKLAND CA 94611 Secretary Street Address City State ZIP+4 ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553 Treasurer Street Address City State ZIP+4 ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553 Director Street Address City State ZIP+4 PENNY WESTPHAL 60 BERRY DRIVE PACHECO CA 94553 Director Street Address City State ZIP+4

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated 6/28/10

THEODORE S. REICH (Signature of an Authorized Person) THEODORE S. REICH (Printed Name) SECRETARY

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

1. The name of the entity _____

2. The name of the registered agent on file _____

The name of the successor registered agent _____

3. If listing a Commercial Registered Agent, please state their identification number _____

4. The address of the agent currently on file for this entity

Street Address (Required) _____ City _____ State _____ ZIP+4 _____

Mailing Address (Optional) _____ City _____ State _____ ZIP+4 _____

5. If the address has changed, its new address

Street Address (Required to be a South Dakota Address) _____ City _____ State _____ ZIP+4 _____

Mailing Address (Optional – Required to be a South Dakota Address) _____ City _____ State _____ ZIP+4 _____

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated _____

(Signature of an Authorized Person)

(Printed Name)

322 2458 07/26/2011

2011

ANNUAL REPORT DOMESTIC

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

FILE DATE	6/24/11
RECEIPT NO	RECEIVED
JUN 24 2011	
S.D. SEC. OF STATE	

Telephone #	510-338-0160
-------------	--------------

Corporate Name, Registered Agent Name and Address:



DB044292
DB044292 JUL/2010
RPW CORP.
WILES, TODD
PO BOX 1421
RAPID CITY SD 57709-1421

2. The jurisdiction under whose law it is formed South Dakota

3. The address of the principal executive office in or out of the State of South Dakota

<u>333 WEST BLVD, SUITE 400</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57701</u>
Street Address	City	State	ZIP+4

<u>TEO @ REICHANDWALNER.COM</u>			
Mailing Address	City	State	ZIP+4
<u>TEO @ REICHANDWALNER.COM</u>			
Email Address			

4. The name of the South Dakota Registered Agent TODD WILES

<u>333 WEST BLVD, SUITE 400</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57701</u>
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4

<u>TODDWILES-NORTHPOINT@REICHANDWALNER.COM</u>			
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
<u>TODDWILES-NORTHPOINT@REICHANDWALNER.COM</u>			
Email Address			

5. The names and addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

<input checked="" type="checkbox"/>	<u>ROGER WESTPHAL</u>	<u>60 BERRY DRIVE</u>	<u>PACHECO</u>	<u>CA</u>	<u>94553</u>
President	Street Address	City	State	ZIP+4	

<input type="checkbox"/>					
Vice President	Street Address	City	State	ZIP+4	

<input checked="" type="checkbox"/>	<u>THEODORE REICH</u>	<u>1980 MOUNTAIN BLVD, #202</u>	<u>OAKLAND</u>	<u>CA</u>	<u>94611</u>
Secretary	Street Address	City	State	ZIP+4	

<input checked="" type="checkbox"/>	<u>ROGER WESTPHAL</u>	<u>60 BERRY DRIVE</u>	<u>PACHECO</u>	<u>CA</u>	<u>94553</u>
Treasurer	Street Address	City	State	ZIP+4	

<input checked="" type="checkbox"/>	<u>ROGER WESTPHAL</u>	<u>60 BERRY DRIVE</u>	<u>PACHECO</u>	<u>CA</u>	<u>94553</u>
Director	Street Address	City	State	ZIP+4	

<input checked="" type="checkbox"/>	<u>RENNY WESTPHAL</u>	<u>60 BERRY DRIVE</u>	<u>PACHECO</u>	<u>CA</u>	<u>94553</u>
Director	Street Address	City	State	ZIP+4	

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated 6/7/11

Email TEO@REICHANDWALNER.COM

Theodore Reich
(Signature of an Authorized Person)

THEODORE S. REICH
(Printed Name) SECRETARY

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

1. The name of the entity _____

2. The name of the registered agent on file _____
(Old Registered Agent)

~~The name of the successor registered agent _____
(New Registered Agent)~~

3. If listing a Commercial Registered Agent, please state their identification number _____

4. The address of the agent currently on file for this entity (Old Registered Agent Address)

Street Address (Required)	City	State	ZIP+4
---------------------------	------	-------	-------

Mailing Address	City	State	ZIP+4
-----------------	------	-------	-------

5. If the address has changed, list the new registered agent address

Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
--	------	-------	-------

Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
---	------	-------	-------

Email Address _____

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated _____

(Signature of an Authorized Person)

Email _____

(Printed Name)

322 2458 07/26/2011

2011

ANNUAL REPORT DOMESTIC

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

FILE DATE 6/24/11
RECEIPT NO RECEIVED
JUN 24 2011
S.D. SEC. OF STATE

1: Corporate Name, Registered Agent Name and Address:



DB044292 JUL/2010
RPW CORP.
WILES, TODD
PO BOX 1421
RAPID CITY SD 57709-1421

Telephone # 510-338-0160

2. The jurisdiction under whose law it is formed South Dakota

3. The address of the principal executive office in or out of the State of South Dakota

333 WEST BLVD, SUITE 400 RAPID CITY SD 57701

Mailing Address City State ZIP+4

Email Address

4. The name of the South Dakota Registered Agent TODD WILES

333 WEST BLVD, SUITE 400 RAPID CITY SD 57701

Mailing Address in This State, if Different from Street Address City State ZIP+4

Email Address

5. The names and addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
President Street Address City State ZIP+4

[] Vice President Street Address City State ZIP+4

[X] THEODORE REICH 1980 MOUNTAIN BLVD, #202 OAKLAND CA 94611
Secretary Street Address City State ZIP+4

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Treasurer Street Address City State ZIP+4

[X] ROGER WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Director Street Address City State ZIP+4

[X] Renny WESTPHAL 60 BERRY DRIVE PACHECO CA 94553
Director Street Address City State ZIP+4

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated 6/7/11

[Signature]

(Signature of an Authorized Person)

Email

THEODORE S. REICH
(Printed Name) SECRETARY

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

1. The name of the entity _____

2. The name of the registered agent on file _____
(Old Registered Agent)

The name of the successor registered agent _____
(New Registered Agent)

3. If listing a Commercial Registered Agent, please state their identification number _____

4. The address of the agent currently on file for this entity (Old Registered Agent Address)

Street Address (Required) City State ZIP+4

Mailing Address City State ZIP+4

5. If the address has changed, list the new registered agent address

Street Address or Rural Route Box Number in This State and City State ZIP+4

Mailing Address in This State, if Different from Street Address City State ZIP+4

Email Address _____

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated _____

(Signature of an Authorized Person)

Email _____

(Printed Name)

2012

Enter Filing Year

ANNUAL REPORT

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

DOMESTIC

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE 8/2/2012

RECEIPT NO 55967

1. Corporate ID and Name:

DB044292
RPW CORP.
333 WEST BLVD STE 400
RAPID CITY, SD 57701

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the principal executive office (business address).

333 WEST BLVD STE 400	RAPID CITY	SD	57701
Street Address	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: TODD WILES

333 WEST BLVD SUITE 400	RAPID CITY	SD	57701-4121
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and addresses of its principal officers and directors. Please place a checkmark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

<input checked="" type="checkbox"/>	ROGER L WESTPHAL	60 BERRY DR.	PACHECO	CA	94553
	President	Street Address	City	State	ZIP+4
<input type="checkbox"/>					
	Vice President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	THEODORE S REICH	1980 MOUNTAIN BLVD #202	OAKLAND	CA	94611
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	ROGER L WESTPHAL	60 BERRY DRIVE	PACHECO	CA	94553
	Treasurer	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	ROGER L WESTPHAL	60 BERRY DRIVE	PACHECO	CA	94553
	Director	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	PENNY L WESTPHAL	60 BERRY DRIVE	PACHECO	CA	94553
	Director	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Date 08/02/2012

Signature Accepted Electronically

(Signature of an Authorized Person)

LARRY C RICKSEN

(Printed Name)

2013

Enter Filing Year

ANNUAL REPORT

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

DOMESTIC

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE 6/17/2013

RECEIPT NO 123388

1. Corporate ID and Name:

DB044292
RPW CORP.
333 WEST BLVD STE 400
RAPID CITY, SD 57701

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the principal executive office (business address).

333 WEST BLVD STE 400	RAPID CITY	SD	57701
Street Address	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: TODD WILES

333 WEST BLVD SUITE 400	RAPID CITY	SD	57701-4121
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and addresses of its principal officers and directors. Please place a checkmark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Treasurer	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Director	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	SHARI WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Director	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty. By signing this form you agree to have both the fee and the form processed electronically.

Date 06/17/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

LARRY C RICKSEN

(Printed Name)

2014

Enter Filing Year

ANNUAL REPORT

FILE DATE 6/18/2014

RECEIPT NO 210555

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

DOMESTIC

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

DB044292
RPW CORP.
333 WEST BLVD STE 400
RAPID CITY, SD 57701

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the principal executive office (business address).

333 WEST BLVD STE 400	RAPID CITY	SD	57701
Street Address	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: TODD WILES

333 WEST BLVD SUITE 400	RAPID CITY	SD	57701-4121
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
PO BOX 1421	RAPID CITY	SD	57709-1421
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and addresses of its principal officers and directors. Please place a checkmark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Treasurer	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Director	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	AMY E WESTPHAL	804 BACA STREET	SANTA FE	NM	87505
	Director	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Dated 06/18/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

LARRY C RICKSEN

(Printed Name)

2015

ANNUAL REPORT

FILE DATE 7/2/2015

Enter Filing Year

DOMESTIC

RECEIPT NO 311032

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

SDCL 47-27-18, 59-11-24

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

Telephone #

1. Corporate ID and Name:

DB044292

RPW CORP.

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the principal executive office (business address).

333 WEST BLVD STE 400 RAPID CITY SD 57701

Actual Street Address or Rural Route Box Number City State ZIP+4

Mailing Address, if Different from Street Address City State ZIP+4

WILES@NORTHPOINTTRUST.COM

Email Address (Optional)

4. The name of the South Dakota Registered Agent

Agent Name: TODD WILES

333 WEST BLVD SUITE 400 RAPID CITY SD 57701-4121

Actual Street Address or Rural Route Box Number in This State City State ZIP+4

PO BOX 1421 RAPID CITY SD 57709-1421

Mailing Address in This State, if Different from Street Address City State ZIP+4

Email Address (Optional)

5. The names and addresses of its principal officers and directors. Please place a checkmark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

[X] TODD WILES 333 WEST BLVD., SUITE 400 RAPID CITY SD 57701
President Actual Street Address City State ZIP+4

[X] TODD WILES 333 WEST BLVD., SUITE 400 RAPID CITY SD 57701
Secretary Actual Street Address City State ZIP+4

[X] TODD WILES 333 WEST BLVD., SUITE 400 RAPID CITY SD 57701
Treasurer Actual Street Address City State ZIP+4

[X] TODD WILES 333 WEST BLVD., SUITE 400 RAPID CITY SD 57701
Director Actual Street Address City State ZIP+4



AMY E WESTPHAL

804 BACA STREET

SANTA FE

NM

87505

Director

Actual Street Address

City

State

ZIP+4



Vice President

Actual Street Address

City

State

ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.

Dated 07/02/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

Email _____

TODD WILES

(Optional)

(Printed Name)

*By signing this form you agree to have both the fee and the form processed electronically.
A fee of up to \$40 will be assessed for returned payments.

7/2/2015 1:00:04 PM

2016

STATEMENT OF CHANGE OF REGISTERED OFFICE

FILE DATE 7/6/2016

Enter Filing Year

DOMESTIC CORPORATION

RECEIPT NO 433149

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

SDCL 59-11-24, 24.1

Please Type or Print Clearly In Ink

FILING FEE: \$10.00 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

DB044292

Enter Corporate ID

RPW CORP.

Enter Corporate Name

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the agent currently on file for this entity.

Agent Name: TODD WILES

333 WEST BLVD SUITE 400 RAPID CITY SD 57701-4121
Actual Street Address or Rural Route Box Number City State ZIP+4
PO BOX 1421 RAPID CITY SD 57709-1421
Mailing Address, if Different from Street Address City State ZIP+4

4. If the address has changed, its new address.

New Agent Name: NORTH POINT TRUST COMPANY LLC

333 WEST BOULEVARD SUITE 305 RAPID CITY SD 57701
Actual Street Address or Rural Route Box Number in This State City State ZIP+4
Mailing Address in This State, if Different from Street Address City State ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty (SDCL 47-1A-129).

Dated 07/06/2016

Signature Accepted Electronically

(Signature of an Authorized Person)

TODD M WILES

(Printed Name)

*By signing this form you agree to have both the fee and the form processed electronically. A fee of up to \$40 will be assessed for returned payments.

7/6/2016 3:06:51 PM

2016

Enter Filing Year
 Secretary of State Office
 500 E Capitol Ave
 Pierre, SD 57501
 (605)773-4845

ANNUAL REPORT
 DOMESTIC CORPORATION

SDCL 59-11-24, 24.1

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE DATE 7/6/2016

RECEIPT NO 433149

1. Corporate ID and Name:

DB044292

Enter Corporate ID

RPW CORP.

Enter Corporate Name

2. The jurisdiction under whose law it is formed SOUTH DAKOTA

3. The address of the principal executive office (business address).

333 WEST BLVD STE 400 RAPID CITY SD 57701

Actual Street Address or Rural Route Box Number City State ZIP+4

Mailing Address, if Different from Street Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: NORTH POINT TRUST COMPANY LLC

333 WEST BOULEVARD SUITE 305 RAPID CITY SD 57701

Actual Street Address or Rural Route Box Number in This State City State ZIP+4

Mailing Address in This State, if Different from Street Address City State ZIP+4

5. The names and business addresses of its principal officers and directors (governors). If, pursuant to SDCL 47-1A-732(1), the board of directors has been eliminated, list the names of the shareholders.

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	President	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Secretary	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Treasurer	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	TODD WILES	333 WEST BLVD., SUITE 400	RAPID CITY	SD	57701
	Director	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	AMY E WESTPHAL	804 BACA STREET	SANTA FE	NM	87505
	Director	Actual Street Address	City	State	ZIP+4



Vice President

Actual Street Address

City

State

ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty (SDCL 47-1A-129).

Dated

Signature Accepted Electronically

(Signature of an Authorized Person)

TODD M WILES

(Printed Name)

*By signing this form you agree to have both the fee and the form processed electronically.
A fee of up to \$40 will be assessed for returned payments.

7/6/2016 3:06:51 PM