



DL148980

B0063-1081 05/30/2018 5:16PM Rec'd by SD SOS

South Dakota State Capitol
500 E. Capitol Ave
Pierre, SD 57501-5070
(605) 773-4845

ARTICLES OF ORGANIZATION

DOMESTIC LIMITED LIABILITY COMPANY
SDCL 47-34A-203, 212

Filing Fee: \$150

Total Fee: \$150

Please Type or Print Clearly in Ink
Please submit one Original
Make payable to the SECRETARY OF STATE

Article I

The name of the Company: **Dakota Manual Therapy, LLC**

Article II

The address of the initial designated office in or out of the State of South Dakota where the company conducts its business:

Actual Street Address

**27712 367TH AVENUE
PLATTE, SD 57369**

Mailing Address

**27712 367TH AVENUE
PLATTE, SD 57369**

Article III

SDCL 59-11-6

The South Dakota Registered Agent's Name:

South Dakota law permits the registered agent to be either (a) a noncommercial registered agent or (b) a commercial registered agent.

(a) The South Dakota Noncommercial Registered Agent's name

Name **Mark Peterson**

Actual Street Address in this State

**27712 367TH AVENUE
PLATTE, SD 57369**

Mailing Address in this State

**27712 367TH AVENUE
PLATTE, SD 57369**

Article IV

The name and address of each organizer

Name

Address

Mark Peterson

27712 367th Avenue, Platte, SD 57369

Article V

The duration of the company if other than perpetual is: **Perpetual**

If the document is not to be effective upon filing by the Secretary of State, the delayed effective date is: _____



Article VI

☒ Member-Managed ☐ Manager-Managed

Article VII

Whether one or more of the members of the company are to be liable for its debts and obligations as set forth under SDCL 47-34A-303(c).

☐ Yes ☒ No

Article VIII

Beneficial Owners (optional): A beneficial owner is a person who has or in some manner controls an equity security. Please consult an attorney for legal advice if you have any questions concerning this entry. Any question under this heading is considered a request for legal advice and the secretary of state's office is, by statute, not permitted, to provide legal advice.

Article IX

Section 1. This limited liability company may provide, or the members may provide in the Operating Agreement or by membership Subscription Agreements, that additional contributions may or shall be made at such times and in such amounts as from time to time may be agreed upon by the members.

Section 2. Upon unanimous agreement of all the members as they may from time to time exist, and as provided in the Operating Agreement of the company, additional members may be admitted on such terms and conditions as so specified.

Section 3. Upon unanimous agreement of the remaining members of the company and as provided in the Operating Agreement of the company, the company may continue business upon the termination of the membership of a member.

Section 4. The management of the internal affairs of the Company is reserved to the members subject to the provisions of the Operating Agreement relating to management by a manager and/or an executive committee and its officers elected in the manner prescribed by the Operating Agreement of the company as from time to time may be effective and amended, if any.

Section 5. These Articles of Organization may only be amended by the members. Every member entitled to vote on such amendment shall have the right to vote, in person or by proxy, the interest owned by him either in favor of or against such amendment. Any such amendment must be approved by a two-thirds majority vote of the outstanding membership interests.

Section 6. The transfer of the member's interest of this limited liability company is restricted by the requirement that 100% of its members must approve the transfer of any member's interest in this limited liability company to anyone other than another member of this limited liability company, if any.

Section 7. This limited liability company may operate as a single limited liability company.

Section 8. The purpose for which the limited liability company is organized is as follows:

A. To have and to exercise all the powers now or hereafter conferred by the laws of the State of South Dakota upon limited liability companies organized pursuant to the laws under which this limited liability company is organized and any and all acts amendatory thereof and supplemental thereto.

B. To provide physical therapy services to persons who are medically and otherwise in need of said



services.

C. To engage in all businesses or activities which are in any fashion associated with physical therapy services.

D. To advance, promote, and advertise its products and services and to estimate, bid, solicit, and contract for the use of same.

E. To enter into and perform all manner and kinds of leases, contracts, agreements, and obligations for any lawful purpose by or with any person, firm, association, corporation, or governmental division or subdivision.

F. To purchase, lease, or otherwise acquire by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the limited liability company.

G. To take, buy, exchange, lease, or otherwise acquire real property and any interest or right therein, and to hold, own, operate, control, maintain, manage, lease and develop such property and interests in any manner that may be necessary, useful, or advantageous for the purposes of this limited liability company.

H. To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and as either principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes, or powers.

Section 9. All members, officers, directors, and managers, if any, of this limited liability company must be professional persons licensed to render physical therapy services in the State of South Dakota.

Section 10. Nothing herein shall be construed as varying the nonwaivable provision of SDCL 47-34A-103(b) nor affecting in any fashion inconsistent with South Dakota law the rights of members of this company.

Signature/Authorization

The Articles of Organization must be executed by the organizers.

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a criminal penalty (SDCL 22-39-36).

Mark Peterson

Mark Peterson

President

05/30/2018

PRINTED NAME

SIGNATURE

TITLE

DATED

State of South Dakota

Office of the Secretary of State

Certificate of Organization

Domestic Limited Liability Company

I, **Shantel Krebs**, Secretary of State of the State of South Dakota, hereby certify that the ARTICLES OF ORGANIZATION for

Dakota Manual Therapy, LLC

BUSINESS ID# DL148980

with an effective date of: May 30, 2018, duly signed and verified, SDCL 47-34A-203, 212 has been received in this office and is found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Organization and attach hereto a duplicate of the ARTICLES OF ORGANIZATION.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, May 30, 2018.

Shantel Krebs

Shantel Krebs
Secretary of State

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