

398 5668 08/30/2013

Filed this 19th day of Aug 2013  
*Jason Jant*  
SECRETARY OF STATE

RECEIVED  
AUG 19 2013  
S.D. SEC. OF STATE

ARTICLES OF ORGANIZATION  
OF  
FARLEY GROUP, L.L.C.

The undersigned, one or more persons, hereby form a domestic limited liability company under SDCL Chapter 47-34A, and adopt the following Articles of Organization:

*DL034744*

ARTICLE ONE  
NAME

The name of the Limited Liability Company is FARLEY GROUP, L.L.C.

ARTICLE TWO  
DURATION

The period of its duration shall be perpetual from the date of the filing of these Articles of Organization with the Secretary of the State of South Dakota.

ARTICLE THREE  
PURPOSE

The purpose for which the Limited Liability Company is organized is to own and manage rental real estate, and to transact any and all lawful business for which limited liability companies may be organized.

ARTICLE FOUR  
ADDRESS OF DESIGNATED OFFICE, PRINCIPAL PLACE OF BUSINESS,  
AND NAME OF REGISTERED AGENT

The address of the initial designated office of the Limited Liability Company is 502 SW 13<sup>th</sup> Street, Beresford, South Dakota, 57004. The principal place of business of the Limited Liability Company is 502 SW 13<sup>th</sup> Street, Beresford, South Dakota, 57004.

The initial agent and registered agent of the Limited Liability Company is Thomas H. Frieberg of 115 N. 3<sup>rd</sup> Street, P.O. Box 511, Beresford, South Dakota, 57004-0511.

ARTICLE FIVE  
ORGANIZER

The name and address of the organizer are:

Thomas H. Frieberg  
115 N. 3<sup>rd</sup> Street, P.O. Box 511  
Beresford, SD 57004-0511

ARTICLE SIX  
MEMBERS

The name and address of each member are:

Timothy J. Farley  
502 SW 13<sup>th</sup> Street  
Beresford, SD 57004

ARTICLE SEVEN  
MANAGEMENT

This company shall be managed by its members.

ARTICLE EIGHT  
INDEMNIFICATION

To the fullest extent permitted by the South Dakota Limited Liability Company Act as the same exists or may hereafter be amended, the Company shall indemnify, defend and hold harmless any and all of its existing and former members, managers, directors, advisory directors, officers, employees and agents from and against any and all losses, claims, damages, expenses, fees or liabilities, whether joint or several, incurred by each of them, including but not limited to all legal fees, judgments, penalties or amounts paid in defense settlement or compromise, all of which may arise or be incurred, rendered or levied in any legal action or administrative proceeding brought or threatened against any of them by reason of the fact that such person is or was a manager, member, or agent of the Company.

ARTICLE NINE  
LIABILITY TO COMPANY

No member, manager, director, or officer of FARLEY GROUP, L.L.C. shall be personally liable to FARLEY GROUP, L.L.C. or its members for monetary damages for breach of fiduciary duty by such member, manager, director, or officer as a member, manager, director, or officer, provided, however, that this Article shall not eliminate or limit the liability of a member, manager, director, or officer to the extent provided by applicable law (i) for any breach of the member's, manager's, director's, or officer's duty of loyalty to FARLEY GROUP, L.L.C. or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the members, manager, director, or officer derived an improper personal benefit or (iv) for any act or omission occurring prior to the effective date of this Article. No amendment to or repeal of this Article shall apply to or have any effect on liability or alleged liability of any member, manager, director, or officer of FARLEY GROUP, L.L.C. for or with respect to any acts or omissions of such member, manager, director, or officer occurring prior to such amendment or repeal.

398 5669



2014

Enter Filing Year

## ANNUAL REPORT

FILE DATE 10/2/2014

RECEIPT NO 236174

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

**DOMESTIC LLC**  
Please Type or Print Clearly In Ink

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

## 1. L.L.C. ID and Name:

DL034744  
FARLEY GROUP, L.L.C.  
502 SW 13TH STREET  
BERESFORD, SD 57004

## 2. The jurisdiction under whose law it is formed \_\_\_\_\_

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

502 SW 13TH STREET	BERESFORD	SD	57004
Street Address	City	State	ZIP+4

Mailing Address	City	State	ZIP+4
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## 4. The name of the South Dakota Registered Agent

Agent Name: THOMAS H FRIEBERG

115 N STREET	BERESFORD	SD	57004
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
PO BOX 511	BERESFORD	SD	57004-0511
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

## 5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

<input type="checkbox"/>	Manager	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Manager	Street Address	City	State	ZIP+4
<input type="checkbox"/>	TIMOTHY J FARLEY	502 SW 13TH STREET	BERESFORD	SD	57004
	Manager	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 10/02/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

TIMOTHY J FARLEY

(Printed Name)

2015

ANNUAL REPORT

DOMESTIC LLC

SDCL 47-34A-211

Enter Filing Year

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

Please Type or Print Clearly In Ink

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

FILE DATE 9/2/2015

RECEIPT NO 332727

Telephone #

1. L.L.C. ID and Name:

DL034744

FARLEY GROUP, L.L.C.

2. The jurisdiction under whose law it is formed

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

502 SW 13TH STREET BERESFORD SD 57004

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

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

Email Address (Optional)

4. The name of the South Dakota Registered Agent

Agent Name: THOMAS H FRIEBERG

115 N STREET BERESFORD SD 57004

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

PO BOX 511 BERESFORD SD 57004-0511

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

Email Address (Optional)

5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

Manager Actual Street Address City State ZIP+4

Manager Actual Street Address City State ZIP+4

TIMOTHY J FARLEY 502 SW 13TH STREET BERESFORD SD 57004
Manager 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 09/02/2015

Email (Optional)

Signature Accepted Electronically

(Signature of an Authorized Person)

TIMOTHY J FARLEY

(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.

2016

Enter Filing Year

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

ANNUAL REPORT

DOMESTIC LLC

SDCL 47-34A-211; 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 9/14/2016

RECEIPT NO 454675

1. LLC ID and Name:

DL034744

Enter LLC ID

FARLEY GROUP, L.L.C.

Enter LLC Name

2. The jurisdiction under whose law it is formed

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

502 SW 13TH STREET

BERESFORD

SD

57004

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:

THOMAS H FRIEBERG

115 N STREET

BERESFORD

SD

57004

Actual Street Address or Rural Route Box Number in This State

City

State

ZIP+4

PO BOX 511

BERESFORD

SD

57004-0511

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 59-11-24, the board of directors has been eliminated, list the names of the shareholders.

Manager

Actual Street Address

City

State

ZIP+4

Manager

Actual Street Address

City

State

ZIP+4

TIMOTHY J FARLEY

502 SW 13TH STREET

BERESFORD

SD

57004

Manager

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)  
**TIMOTHY J FARLEY**  
\_\_\_\_\_  
(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.

9/14/2016 4:29:51 PM