

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Organization Domestic LLC

ORGANIZATIONAL ID# DL046534

I, Shantel Krebs, Secretary of State of the State of South Dakota, hereby certify that the Articles of Organization of

Gold Key Realty & Auctions, LLC

duly signed and verified, 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 Organization and attach hereto a duplicate of the Articles of Organization.



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 01/04/2016.

Shantel Krebs

Shantel Krebs
Secretary of State

1/5/2016 3:25:06 PM
Change ID: 1300367

Filed this 4 day of
Jan 2016

Shantel Krebs
SECRETARY OF STATE

ARTICLES OF ORGANIZATION
OF

GOLD KEY REALTY & AUCTIONS, LLC.

RECEIVED
JAN 04 2015
S.D. SEC. OF STATE

I, the undersigned person, who is a member upon the issuance of a certificate of organization from the Secretary of State, acting as the organizer of a limited liability company under the South Dakota Uniform Limited Liability Company Act, do hereby adopt the following Articles of Organization for such Limited Liability Company.

ARTICLE ONE

The name of the Limited Liability Company is Gold Key Realty & Auctions, LLC.

ARTICLE TWO

The period of duration of this Limited Liability Company is perpetual or until the earlier dissolution of the Limited Liability Company in accordance with the provisions of its operating agreement.

ARTICLE THREE

The physical and mailing address of the initial designated office of the Limited Liability Company is 216 Frontage Road, Box Elder, South Dakota 57719. The phone number is (605) 787-0434.

ARTICLE FOUR

The name, street and mailing address of its initial agent for service of process is James D. Walter, 904 Rosilee Lane, Rapid City, South Dakota 57701.

ARTICLE FIVE

The name and address of the organizer is James D. Walter, 904 Rosilee Lane, Rapid City, South Dakota 57701.

ARTICLE SIX

The management of the Limited Liability Company is hereby reserved to the members and the names and addresses of such

members are James D. Walter, 904 Rosilee Lane, Rapid City, South Dakota 57701 and Ida L. Walter, 904 Rosilee Lane, Rapid City, South Dakota 57701.

ARTICLE SEVEN

To the full extent permitted by South Dakota law, no Manager or Member of the Limited Liability Company shall be liable for the debts, obligations or liabilities of the company or to the Limited Liability Company or its Members for monetary damages for an act or omission in such Manager's or Member's capacity as a Manager or Member of the Limited Liability Company, except that this Article does not eliminate or limit the Liability of a manager or member to the extent the manager or member is found liable for (i) a breach of the manager's or member's duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the manager or member to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which a manager or member received an improper benefit whether or not the benefit resulted from an action taken within the scope of the manager's or member's office; or (iv) an act or omission for which the Liability of a manager or member is expressly provided by an applicable statute. Any repeal or amendment of this Article by the members of the Company shall be prospective only and shall not adversely affect any limitation on the Liability of a manager or member of the Company existing at the time of such repeal or amendment. The foregoing elimination of the liability to the Limited Liability Company or its members for monetary damages shall not be deemed exclusive of any other rights or limitations of liability or indemnity to which a Manager or Member may be entitled under any other provision of the Articles of Organization or the Operating Agreement of the Limited Liability Company, contract or agreement, vote of Members and/or disinterested Managers of the Limited Liability Company, or otherwise.

ARTICLE EIGHT

The purpose for which the Limited Liability Company is organized is to conduct any lawful business, and to engage in any lawful act or activity for which limited liability companies may be organized under the South Dakota Uniform Limited Liability Company Act, including, but not limited to the sale of real estate and personal property.

ARTICLE NINE

The initial Operating Agreement will be adopted by the Members. The powers to alter, amend, or repeal the Operating Agreement or adopt a new Operating Agreement is vested in the Member(s) by unanimous consent of the member(s).

ARTICLE TEN

Upon unanimous agreement of the member(s) or as provided in the Operating Agreement of the company, additional members may be admitted on such terms and conditions as specified.

ARTICLE ELEVEN

Upon unanimous agreement of the remaining member(s) 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.


ARTICLE TWELVE

These Articles of Organization may be amended, modified, supplemented or restated in any manner permitted by applicable law and approved by the affirmative vote of all of the membership interest.

ARTICLE THIRTEEN

Gold Key Realty & Auctions, LLC, shall begin business as of the date of the filing of these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand this 28th day of December, 2015.




James D. Walter, Organizer

STATE OF SOUTH DAKOTA)
)SS.
COUNTY OF FALL RIVER)

On this the 28th day of December, 2015, before me, the undersigned officer, personally appeared James D. Walter, known

to me or satisfactorily proven to be the person whose name is subscribed to the above and foregoing Articles of Organization and who acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

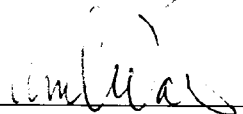


MICHAEL P. ORTNER
Notary Public - SOUTH DAKOTA
(SEAL)
My commission expires: 06-15-2021

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, James D. Walter, hereby give my consent to serve as the agent for service of process for Gold Key Realty & Auctions, LLC.

Dated December 28, 2015.



James D. Walter



South Dakota Secretary of State
SHANTEL KREBS

Return To: MICHAEL P. ORTNER LAWYER
PO BOX 629
HOT SPRINGS , SD 57747

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 01/04/2016

Re: Gold Key Realty & Auctions, LLC (DL046534)
Articles of Organization

The documents on behalf of Gold Key Realty & Auctions, LLC have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$150.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
MICHAEL P. ORTNER LAWYER	PO BOX 629	\$150.00
	HOT SPRINGS , SD 57747	
Total:		\$150.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Articles of Organization	01/05/2016	1	366640	\$150.00
Total:				\$150.00