

RETURN TO
 SECRETARY OF STATE
 STATE CAPITOL
 500 E. CAPITOL
 PIERRE, S.D. 57501-5077
 605-773-4845
 FAX (605) 773-4550

1993 4 0 1 2 6 1
ANNUAL REPORT

FILE DATE 12.14.93
 RECEIPT NO. 355586
 RECEIVED
 RECEIVED
 DEC 14 1993
 NOV 18 1993
 Secretary of State

DOMESTIC
 PLEASE TYPE OR USE BLACK INK

FILING FEE: \$10 MAKE CHECK PAYABLE TO SECRETARY OF STATE
 ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS.

1. Corporate Name, Registered Agent and Registered Address:

DB-016157 NOV/92
 RAPID VALLEY WATER COMPANY, INC.
 MURPHY, STEVEN J.
 RR 5 BOX 125 5666 E Hwy 44
 RAPID CITY, SD 57701-9323

Telephone # _____
 FAX # _____
 Federal Taxpayer ID _____
 FILING DATE: Due during the month the Certificate of Incorporation was issued, and delinquent 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 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 Supplying irrigation water to users

3. The names and addresses of its directors and officers: (Both officers and directors must be listed in the spaces provided).

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP + 4
<u>Michael Thomas</u>	Director	<u>Rt 2 Box 4550</u>	<u>Rapid City</u>	<u>SD</u>	<u>57701</u>
<u>David Lamb</u>	Director	<u>Rt 2 Box 160</u>	<u>Rapid City</u>	<u>SD</u>	<u>57701</u>
<u>James Higgins</u>	Vice President	<u>Box 54</u>	<u>Capitol</u>	<u>SD</u>	<u>57701</u>
<u>James Higgins</u>	Secretary	<u>Box 54</u>	<u>Capitol</u>	<u>SD</u>	<u>57701</u>
<u>Steven Murphy</u>	Treasurer	<u>5666 E Hwy 44</u>	<u>Rapid City</u>	<u>SD</u>	<u>57701-6907</u>

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

NUMBER OF SHARES CAN ISSUE	CLASS	SERIES	PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE
<u>300</u>			<u>\$00.00</u>

5. NUMBER OF SHARES ISSUED 300 CLASS _____ SERIES _____

6. The amount of its stated capital is \$ 30,000.00

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 November 17 19 93
 By Steven J. Murphy
 (Signature)
 Its Treasurer
 (Title)

STATE OF South Dakota
 COUNTY OF Pennington
 I, ROONEY G. GUNN, a notary public, do hereby certify that on this 17 day of November, 19 93 personally appeared before me Steven J. Murphy who, being by me first duly sworn, declared that he is the Treasurer of Rapid Valley Water Company, Inc. and that he signed the foregoing document as officer of the corporation, and the statements therein contained are true.
 My Commission Expires 11/24/95
Rooney G. Gunn
 Notary Public

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-6077
605-773-4845

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

FILING FEE: \$5 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 Rapid Valley Water Co.
2. The previous street address, or a statement that there is no street address, of its registered office Rt 5 Box 125 Rapid City South Dakota ZIP + 4 57701-9323
3. The street address, or a statement that there is no street address, to which the registered office is to be changed is Stable E. Hwy 44 Rapid City South Dakota ZIP + 4 57701-6707
4. The name of its previous registered agent is Same
5. The name of its successor registered agent is No Successor
* 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: yes
7. This change has been authorized by resolution duly adopted by the board of directors. yes

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

Date 12/13 1993

Steven J. Murphy
(signature)
Treasurer
(title)

STATE OF South Dakota
COUNTY OF Pennington

I, Rooney G. Swan, a notary public, do hereby certify that on this 13 day of December 1993, personally appeared before me Steven J. Murphy who, being by me first duly sworn, declared that he is the Treasurer of Rapid Valley Water Company that he signed the foregoing document as officer of the corporation and the statements therein contained are true.

My Commission Expires 11/24/95

Rooney G. Swan
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 _____ 19 _____

(signature)

9 4 0 1 2 3 1 1 0 3 3

RECEIPT NO. 355586

FILE NO. DB016157

FEE RECEIVED: \$ \$5

ST OF CHGE

OF

RAPID VALLEY WATER COMPANY, INC.

Filed at the Request of:

Rapid Valley Water Co Inc
Steven Murphy
5666 E Hwy 44
Rapid City SD 57701

State of South Dakota ss
Office of the Secretary of State

Filed in the office of the Secretary of

State on 12/14 1993.

JOYCE HAZELTINE
Secretary of State

By _____
Deputy

RETURN TO:
SECRETARY OF STATE
STATE CAPITOL
600 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4850

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$10 MAKE CHECK PAYABLE TO SECRETARY OF STATE
ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS.

FILE DATE 11/14/94
RECEIPT NO. 128123

RECEIVED

OCT 31 1994

1. Corporate Name, Registered Agent and Registered Address:

DE-016157 KCV/93
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5866 E HWY 44
RAPID CITY, SD 57701-9323

Telephone # _____
FAX # _____ NOV 14 1994
Federal Taxpayer ID #: _____

FILING DATE: Due during the month the
Certificate of Incorporation was issued,
and delinquent 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 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 _____

3. The names and addresses of its directors and officers: (Both officers and directors must be listed in the spaces provided).

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP + 4
_____	Director	_____	_____	_____	_____
_____	Director	_____	_____	_____	_____
_____	President	_____	_____	_____	_____
_____	Vice President	_____	_____	_____	_____
_____	Secretary	_____	_____	_____	_____
_____	Treasurer	_____	_____	_____	_____

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 CLASS SERIES PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE

5. NUMBER OF SHARES ISSUED CLASS SERIES

6. The amount of its stated capital is \$ _____

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 10/28 19 94
By Steven J. Murphy
(Signature)
Its Treasurer
(Title)

STATE OF South Dakota
COUNTY OF Beauregard
I, Robert G. Smith, a notary public, do hereby certify that on this 28 day of October 19 94
personally appeared before me Steven J. Murphy who, being by me first duly sworn, declared that he is the
Treasurer of Rapid Valley Water Company, Inc.
and he signed the foregoing document as officer of the corporation, and the statements therein contained are true.
My Commission Expires November 1995
Notary Public

STATE NOTARY
600 S. CARROLL
PERRIE, S.D. 57801-5077
605-773-4848

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

File Date: _____
Receipt No.: _____

FILING FEE: \$5. 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 street address, or a statement that there is no street address, to which the registered office is to be changed is _____
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 must be signed by the chairman of the board of directors, or by its president, or by another of its officers in the presence of a notary public.

Date _____ 19_____

(signature)

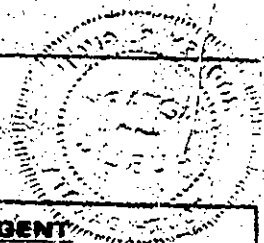
(title)

STATE OF _____
COUNTY OF _____

I, _____, a notary public, do hereby certify that on this _____ day of _____, 19_____, personally appeared before me _____ who, being by me first duly sworn, declared that he/she is the _____ of _____ that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

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 _____ 19_____

(signature)

1995

RETURN TO
SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$10 MAKE CHECK PAYABLE TO SECRETARY OF STATE
ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 11-7-95
RECEIPT NO. 496-11
RECEIVED

NOV 0 1995

S.D. 577

1. Corporate Name, Registered Agent and Registered Address:

DB-016157 NOV/94
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY, SD 57701-9323

Telephone # _____

FAX # _____

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 _____

3. The names and addresses of its directors and officers: (Both officers and directors must be listed in the spaces provided).

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP + 4
_____	Director	_____	_____	_____	_____
_____	Director	_____	_____	_____	_____
_____	President	_____	_____	_____	_____
_____	Vice President	_____	_____	_____	_____
_____	Secretary	_____	_____	_____	_____
_____	Treasurer	_____	_____	_____	_____

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

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

5. NUMBER OF SHARES ISSUED CLASS SERIES

6. The amount of its stated capital is \$ _____

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 11/6 19 95

By Steven J. Murphy
(Signature)
Its Treasurer
(Title)

STATE OF South Dakota
COUNTY OF Beauregard ss

I, Rooney Gaud, a notary public, do hereby certify that on this 6th day of November 1995 personally appeared before me Steven J. Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapid Valley Water Company, Inc.

that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires Nov 24, 2003

Rooney Gaud
Notary Public

(Notarial Seal)

SOS CRP 410 11/94

SECRETARY OF STATE
STATE CAPITOL
600 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: \$5 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 street address, or a statement that there is no street address, to which the registered office is to be changed is _____
_____ 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 must be signed by the chairman of the board of directors, or by its president, or by another of its officers in the presence of a notary public.

Date _____ 19 _____

(signature)

(title)

STATE OF _____

COUNTY OF _____ ss

I, _____, a notary public, do hereby certify that on this _____ day of _____ 19 _____, personally appeared before me _____ who, being by me first duly sworn, declared that he/she is the _____ of _____ that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

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 _____ 19 _____

(signature)

NOV 21 1996

1996

RETURN TO
SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

FILING FEE \$10 MAKE CHECK PAYABLE TO SECRETARY OF STATE
ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 11-21-96
RECEIPT NO. 200366

RECEIVED
OCT 21 1996
S.D. SEC. OF STATE

1. Corporate Name, Registered Agent and Registered Address

DB-016157 NOV/95
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY, SD 57701-9323

Telephone # _____

FAX # _____

Federal Taxpayer (I

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

S.D. SEC. OF STATE

***** 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 _____

3. The names and addresses of its directors and officers

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP - 4
_____	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 Nov 20 1996

By Steven J. Murphy
(Signature)

Its Treasurer
(Title)

STATE OF South Dakota
COUNTY OF Pennington

I, Daniel J. Muth a notary public, do hereby certify that on this 20th day of Nov 1996.

personally appeared before me Steven Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapid Valley Water Company

that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true

My Commission Expires Nov 1 2003

Daniel J. Muth
Notary Public

(Notarial Seal)

SOS CRP 410 10/95

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4846

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

File Date: _____
Receipt No.: _____

FILING FEE: \$5 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 must be signed by the chairman of the board of directors, or by its president, or by another of its officers in the presence of a notary public.

Date 11/5 1996

Steven J. Murphy
(signature)
Treasurer
(title)

STATE OF South Dakota
COUNTY OF Pierre ss

I, Ross Johnson, a notary public, do hereby certify that on this 5th day of November 1996, personally appeared before me Steve Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapid Water Water Company that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires 11/15/98

Ross Johnson
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 _____ 19 _____

(signature)

1997

RETURN TO
SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

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

FILE DATE 11-17-97
RECEIPT NO. 669471
RECEIVED

OCT 28 1997 RECEIVED
S.D. SEC. OF STATE

1 Corporate Name, Registered Agent and Registered Address

DB-016157 NOV/96
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY, SD 57701 9323

Telephone # _____
FAX # _____
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 _____

3 The names and addresses of its directors and officers

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP + 4
_____	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 Nov 14 19 97

By: Steven J Murphy
Signature
Its: Treasurer
(Title)

STATE OF South Dakota
COUNTY OF Pennington SS

I, Rooney G. Guad a notary public, do hereby certify that on this 14th day of November 19 97

personally appeared before me Steven J Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapid Valley Water Company

that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true

My Commission Expires Nov 24 2003

Rooney G. Guad
Notary Public

(Notarial Seal)

SOS CRP 6-97

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

Date Oct 27 1997

Steven J. Murphy
(signature)
Treasurer
(title)

STATE OF South Dakota
COUNTY OF Pennington ss

I, Norman G. Glan, a notary public, do hereby certify that on this 27th day of October 1997, personally appeared before me Steven Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapids Valley Water Company, Inc that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires Nov 24, 2003

Norman G. Glan
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 _____ 19 _____

(signature)

1998
 RETURN TO
 SECRETARY OF STATE
 STATE CAPITOL
 500 E. CAPITOL
 PIERRE, S.D. 57501-5070
 605-773-4845
 FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
 PLEASE TYPE OR USE BLACK INK

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

FILE DATE 12-2-98
 RECEIPT NO. 755324
RECEIVED
 DEC 02 1998

1. Corporate Name, Registered Agent and Registered Address:

DB-016157 NOV/97
 RAPID VALLEY WATER COMPANY, INC.
 MURPHY, STEVEN J.
 5666 E HWY 44
 RAPID CITY, SD 57701-9323

Telephone # _____
 FAX # _____
 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.

S.D. SEC. OF STATE

******* 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 _____

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP - 4
_____	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 Dec 1 19 98
 By Steven J. Murphy
 (Signature)

Its Treasurer
 (Title)

STATE OF South Dakota
 COUNTY OF Pennington ss

I, Rooney G. Gungl, a notary public, do hereby certify that on this 1st day of December 19 98, personally appeared before me Steven Murphy who, being by me first duly sworn, declared that he/she is the Treasurer of Rapid Valley Water Company, Inc.

that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires Nov 24, 2003
Rooney G. Gungl
 Notary Public

(Notarial Seal)

SOS CRP 6/97

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL
PIERRE, S.D. 57501-5070
805-773-4845

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

Date _____ 19 _____

(signature)

(title)

STATE OF _____
COUNTY OF _____ ss

I, _____, a notary public, do hereby certify that on this _____ day of _____ 19 _____, personally appeared before me _____ who, being by me first duly sworn, declared that he/she is the _____ of _____ that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

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 _____ 19 _____

(signature)

1999

RETURN TO
SECRETARY OF STATE
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

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

FILE DATE 11-1-99
RECEIPT NO. 838382
RECEIVED
OCT 27 1999
S.D. SEC. OF STATE

9912199 3901
9152199

1. Corporate Name, Registered Agent and Registered Address:

DB-016157 NOV/98
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY SD 57701-9323

Telephone # _____

FAX # _____

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 _____

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
_____	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 _____ 19 _____

By Steven J. Murphy
(Signature)
Its Treasurer
(Title)

STATE OF South Dakota
COUNTY OF DeWitt

Karla J. Keller, a notary public, do hereby certify that on this 25th day of October 19 99
personally appeared before me Steven J. Murphy who, being by me first duly sworn, declared that he/she is the
Treasurer of Rapid Valley Water Co. the corporation

named above, and signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires _____

My Commission Expires
June 5, 2004
(Notary Public)

Notary Public

Karla J. Keller
NOTARY PUBLIC
State of South Dakota
CSP 6/98

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 _____ 19 _____

(Signature)

(Title)

STATE OF _____ ss
COUNTY OF _____

I, _____, a notary public, do hereby certify that on this _____ day
of _____ 19 _____, personally appeared before me _____
who, being by me first duly sworn, declared that he/she is the _____ of _____
_____ that he/she signed the foregoing document as officer of
the corporation, and the statements therein contained are true.

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 _____ 19 _____

(signature)

SECRETARY OF STATE
STATE CAPITOL
600 E. CAPITOL
PIERRE, S.D. 57501-8077
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 _____
COUNTY OF _____ sa

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)

2001

RETURN TO
SECRETARY OF STATE
500 E. CAPITOL
PIERRE, S.D. 57501-5077
605-773-4845
FAX (605) 773-4550

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

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

FILE DATE 12-3-01
RECEIPT NO. 1042745
RECEIVED
DEC 03 01
S.D. SEC. OF STATE

1. Corporate Name, Registered Agent and Registered Address:

DB-016157 NOV/2000
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY SD 57701-9323

Telephone # _____
FAX # _____
Federal Taxpayer IC _____
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 _____

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
_____	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 Nov 29th 2001
By Steven J. Murphy
(Signature)
Its Treasurer
(Title)

STATE OF South Dakota
COUNTY OF Pennington ss
On this the 29th day of November 2001, before me, Daniel J Muth
personally appeared Steven Murphy, known to me, or proved to me,
to be the Treasurer 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 Nov 1 2003

Daniel J Muth
Notary Public

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) _____

1-5-0000000000

2002

ANNUAL REPORT

0303220.0051
3120703

RECEIVED FILE DATE 12-31-02
RECEIPT NO. 11781101
JAN 2 2003 RECEIVED

DOMESTIC

PLEASE TYPE OR USE BLACK INK

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

S.D. SEC. OF STATE 02

1. Corporate Name, Registered Agent and Registered Address:



DB-016157 NOV/2001
RAPID VALLEY WATER COMPANY, INC.
MURPHY, STEVEN J.
5666 E HWY 44
RAPID CITY SD 57701-9323

Telephone # 605-393-0093
FAX # 605-393-1111
Federal Taxpayer If
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 water company

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
DAVID S. LAMB	President	4555 RESERVOIR RD	RAPID CITY	SD	57708-9637
JAYNELL HIGGINS	Vice President	3955 ANDERSON RD	RAPID CITY	SD	57703
JOAN MUMFORD	Secretary	4080 APPLE TREE RD	RAPID CITY	SD	57703
JOAN MUMFORD	Treasurer	4080 APPLE TREE RD	RAPID CITY	SD	57703

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) 300 CLASS _____ SERIES _____ PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE \$100

5. NUMBER OF SHARES ACTUALLY ISSUED 300 CLASS _____ SERIES _____

6. The amount of its stated capital is \$ 30,000.00 (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: December 9, 2002 By: David S. Lamb
(Signature)
Its: President
(Title)

STATE OF SOUTH DAKOTA
COUNTY OF PENNINGTON ss

On this the 9th day of DECEMBER, 2002, before me, CARRY J. KENNISON
personally appeared DAVID S. LAMB, known to me, or proved to me,
to be the PRESIDENT 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 2-1-2007
Notary Public

(Notarial Seal)

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845 FAX (605) 773-4550
www.state.sd.us/sos/sos.htm

SOS-CRP-11/01

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 RAPID VALLEY WATER COMPANY, INC.
2. The previous street address, or a statement that there is no street address, of its registered office 5666
E. HWY 44, RAPID CITY, SD ZIP + 4 57701-9323
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: 4555 RESERVOIR Rd, RAPID CITY, SD
ZIP + 4 57703-9637
4. The name of its previous registered agent is STEVEN J. MURPHY
5. The name of its successor registered agent is * DAVID S. LAMB
*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 December 9, 2002

(Signature) David S. Lamb

(Title) President

STATE OF SOUTH DAKOTA ss
COUNTY OF PENNINGTON

On this the 9th day of DECEMBER, 2002, before me, LARRY J. KENNISON
personally appeared DAVID S. LAMB, known to me, or proved to me,
to be the PRESIDENT 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 2-1-07

(Signature) Larry J. Kennison
Notary Public

(Notarial Seal)

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, DAVID S. LAMB, hereby give my consent to serve as the
(name of registered agent)

registered agent for RAPID VALLEY WATER COMPANY, INC.
(corporate name)

Dated 12/9/2002

(signature) David S. Lamb

224 3216 12/10/2003

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 11-13-03
RECEIPT NO. 6265797

1. Corporate Name, Registered Agent and Registered Address:



* DB - 016157 *
DB-016157 NOV/2002
RAPID VALLEY WATER COMPANY, INC.
LAMB, DAVID S.
4555 RESERVOIR RD
RAPID CITY SD 57703-9637

Telephone # 605-393-0093
FAX # 605-393-0044
Federal Taxp#
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.

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 water company

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
<u>DAVID S. LAMB</u>	President	<u>4555 RESERVOIR RD</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703-9637</u>
<u>JAYNELL HIGGINS</u>	Vice President	<u>3955 ANDERSON RD</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
<u>JOAN MUNIFORD</u>	Secretary	<u>4080 APPLE TREE RD</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
<u>JOAN MUNIFORD</u>	Treasurer	<u>4080 APPLE TREE RD</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>

SD law requires at least one director.

Do the above listed officers serve also as directors? YES X 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) 300 CLASS _____ SERIES _____ PAR VALUE OR STATE THAT SHARES ARE NO PAR VALUE

5. NUMBER OF SHARES ACTUALLY ISSUED 300 CLASS _____ SERIES 100

6. The amount of its stated capital is \$ 0 30000 (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 11-12-03

By David S. Lamb
(Signature)
Its PRESIDENT
(Title)

STATE OF South Dakota
COUNTY OF Pennington SS

On this the 12th day of Nov, 2003, before me, Daniel J Muth
personally appeared David Lamb, known to me, or proved to me,
to be the President 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 NOV 1 2009

Daniel J Muth
Notary Public

(Notarial Seal)

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

SOS CRP 07/03

**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)

**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 any other officer.

Dated _____ (Signature) _____

(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) _____

243 0905 11/23/2005

2005

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

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

FILE DATE 11/18/05
RECEIPT NO. 1496686
RECEIVED
NOV 08 '05
S.D. SEC. OF STATE

RECEIVED
NOV 18 '05

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



* DB016157 *
DB016157 NOV/2004
RAPID VALLEY WATER COMPANY, INC.
LAMB, DAVID S.
4555 RESERVOIR RD
RAPID CITY SD 57703-9637

S.D. SEC. OF STATE
Telephone # 605-393-0093
FAX # 605-393-0044

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 4555 RESERVOIR Rd, RAPID City, SD 57703-9637

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
<u>DAVID S. LAMB</u>	President	<u>4555 RESERVOIR Rd,</u>	<u>RAPID City</u>	<u>SD</u>	<u>57703-9637</u>
<u>JAYNELL HIGGINS</u>	Vice President	<u>3955 Anderson Rd</u>	<u>Rapid City</u>	<u>SD</u>	<u>57707</u>
<u>JOAN MUMFORD</u>	Secretary	<u>4080 Apple Tree Rd</u>	<u>Rapid City</u>	<u>SD</u>	<u>57703</u>
<u>JOAN MUMFORD</u>	Treasurer	<u>4080 Apple Tree Rd</u>	<u>Rapid City</u>	<u>SD</u>	<u>57703</u>

4. Provide a brief description of the nature of the business Corporation to operate Irrigation System

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

5. The total number of authorized shares, itemized by class and series, if any, within each class:
NUMBER OF AUTHORIZED SHARES 300 CLASS _____ SERIES _____

6. NUMBER OF ISSUED AND OUTSTANDING SHARES 300 CLASS _____ SERIES _____

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

Dated 11-04-05

Signature

DAVID S. LAMB

Printed Name
President

Title

**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 _____
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 _____
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)

269 0072 11/02/2007

2007

ANNUAL REPORT

DOMESTIC
PLEASE TYPE OR USE BLACK INK

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

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



* DB016157 *
DB016157 NOV/2006
RAPID VALLEY WATER COMPANY, INC.
LAMB, DAVID S.
4555 RESERVOIR RD
RAPID CITY SD 57703-9637

Telephone # 605 393-0093
FAX # 605 393-0044

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

FILE DATE 11-1-07
RECEIPT NO. 1728568
RECEIVED
NOV 01 2007
S.D. SEC. OF STATE

***** 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 _____

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

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
_____	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. 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 10-28-07

David S. Lamb, President
Signature

DAVID S. LAMB
Printed Name

President
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)

282 0621 10/31/2008

2008

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

ANNUAL REPORT DOMESTIC

Please Type or Print Clearly in Ink

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

FILE DATE	11-1-08
RECEIPT NO	1844582
RECEIVED	
OCT 20 2008	
S.D. SEC. OF STATE	

1. Corporate Name, Registered Agent Name and Address:



DB016157 NOV/2007
RAPID VALLEY WATER COMPANY, INC.
LAMB, DAVID S.
4555 RESERVOIR RD
RAPID CITY SD 57703-9637

Telephone #	605 393-0093
FAX #	605 393-0044
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.

4555 Reservoir RD, Rapid City, SD 57703-9637
 Street Address City State ZIP+4

Same as Above
 Mailing Address (Optional) City State ZIP+4

3. The name of the South Dakota Registered Agent David S. Lamb

4555 Reservoir RD, Rapid City, S.D. 57703-9637
 Street Address (Required to be a South Dakota Address) City State ZIP+4

4555 Reservoir RD, Rapid City, SD 57703-9637
 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.

<input checked="" type="checkbox"/>	David S. Lamb	4555 Reservoir Rd, Rapid City, S.D. 57703-9637	City	State	ZIP+4
	President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	Jaynelle Higgins	3855 Anderson Rd, Rapid City, S.D. 57703	City	State	ZIP+4
	Vice President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	Joan Mumford	6495 Higgins Lane, Rapid City, SD 57703	City	State	ZIP+4
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	Same as Above: Joan Mumford		City	State	ZIP+4
	Treasurer	Street Address	City	State	ZIP+4
<input type="checkbox"/>			City	State	ZIP+4
	Director	Street Address	City	State	ZIP+4
<input type="checkbox"/>			City	State	ZIP+4
	Director	Street Address	City	State	ZIP+4

Dated October 14, 2008

David S. Lamb
 (Signature of an authorized officer)

David S. Lamb
 (Printed Name)

President
 (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)

299 1238 12/22/2009

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 12/14/09 RECEIPT NO 1048317 RECEIVED DEC 14 2009 S.D. SEC. OF STATE

1. Corporate Name, Registered Agent Name and Address:



DB016157 NOV/2008 RAPID VALLEY WATER COMPANY, INC. LAMB, DAVID S. 4555 RESERVOIR RD RAPID CITY SD 57703-9637

Telephone # 605 3932049 FAX # 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.

JAYNELL HIGGINS Street Address 3955 ANDERSON ROAD Rapid City SD 57703 Mailing Address (Optional)

3. The name of the South Dakota Registered Agent

Joan Mumford 6495 Higgins Lane Rapid City SD 57703 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.

- President: JAYNELL HIGGINS, 3955 ANDERSON ROAD, RAPID CITY, SD 57703
Vice President:
Secretary: JOAN MUMFORD, 6495 HIGGINS LANE, RAPID CITY, SD 57703
Treasurer: JOAN MUMFORD, 6495 HIGGINS LANE, RAPID CITY, SD 57703
Director:
Director:

Dated 12/10/2009

Joan Mumford (Signature of an authorized officer) JOAN MUMFORD (Printed Name) SECRETARY/TREASURER (Title)

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 RAPID VALLEY WATER CO

2. The name of the registered agent on file DAVID S. LAMB

The name of the successor registered agent JOAN MUMFORD

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

4. The address of the agent currently on file for this entity
4555 RESERVOIR ROAD Rapid City, SD 57703
Street Address (Required) City State ZIP+4

Mailing Address (Optional) City State ZIP+4

5. If the address has changed, its new address.
6495 HIGGINS LANE Rapid City SD 57703
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 12/10/2009

Joan Mumford
(Signature of an authorized officer)
Joan Mumford
(Printed Name)
Secretary/Treasurer
(Title)

312 3539 11/17/2010

2010

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

ANNUAL REPORT
DOMESTIC

Please Type or Print Clearly in Ink

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

FILE DATE 11/09/10
 RECEIPT NO 2085574
RECEIVED
 NOV 04 2010
 S.D. SEC. OF STATE

RECEIVED
 NOV 09 2010
 S.D. SEC. OF STATE

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

1. Corporate Name, Registered Agent Name and Address:



DB016157 NOV/2009
 RAPID VALLEY WATER COMPANY, INC.
 MUMFORD, JOAN
 6495 HIGGINS LANE
 RAPID CITY SD 57703-9330

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

6495 HIGGINS LANE RAPID CITY SD 57703
 Street Address City State ZIP+4

Mailing Address (Optional) City State ZIP+4

4. The name of the South Dakota Registered Agent JOAN MUMFORD

6495 HIGGINS LANE RAPID CITY SD 57703
 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

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.

	Street Address	City	State	ZIP+4
<input type="checkbox"/> President				
<input checked="" type="checkbox"/> <u>SIM WILLIAMS</u>	<u>6022 WILLSIE AVE</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57901</u>
<input type="checkbox"/> Vice President				
<input type="checkbox"/> <u>JOAN MUMFORD</u>	<u>6495 HIGGINS LANE</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
<input type="checkbox"/> Secretary				
<input type="checkbox"/> <u>JOAN MUMFORD</u>	<u>6495 HIGGINS LANE</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
<input type="checkbox"/> Treasurer				
<input type="checkbox"/> Director				
<input type="checkbox"/> <u>JOAN MUMFORD</u>	<u>6495 HIGGINS LANE</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
<input type="checkbox"/> Director				
<input type="checkbox"/> Director				

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

Dated 10/28/2010

Joan Mumford
 (Signature of an Authorized Person)
JOAN MUMFORD
 (Printed Name)

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 RAPID VALLEY WATER CO
2. The name of the registered agent on file JIM WILLIAMS JOAN MUMFORD
The name of the successor registered agent JOAN MUMFORD JIM WILLIAMS
3. If listing a Commercial Registered Agent, please state their identification number _____
4. The address of the agent currently on file for this entity

<u>6495 HIGGINS LANE</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57703</u>
Street Address (Required)	City	State	ZIP+4
<u>(Same)</u>			
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 10/28/2010

Joan Mumford
(Signature of an Authorized Person)
JOAN MUMFORD
(Printed Name)

2011

Enter Filing Year

ANNUAL REPORT

FILE DATE 11/15/2011

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

DOMESTIC

FILING FEE: \$50.00 Please Type or Print Clearly In Ink
Make check payable to SECRETARY OF STATE

RECEIPT NO 7341

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
6495 HIGGINS LANE
RAPID CITY, SD57703-9330

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

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

6495 HIGGINS LANE	RAPID CITY	SD	57703-9330
Street Address	City	State	ZIP+4

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

4. The name of the South Dakota Registered Agent

Agent Name: JOAN MUMFORD

6495 HIGGINS LANE	RAPID CITY	SD	57703-9330
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
---	------	-------	-------

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"/>	JAMES WILIAMS	622 WILLSIE AVE	RAPID CITY	SD	57701
	President	Street Address	City	State	ZIP+4
<input type="checkbox"/>					
	Vice President	Street Address	City	State	ZIP+4
<input type="checkbox"/>	JOAN MUMFORD	6495 HIGGINS LANE	RAPID CITY	SD	57703
	Secretary	Street Address	City	State	ZIP+4
<input type="checkbox"/>	JOAN MUMFORD	6495 HIGGINS LANE	RAPID CITY	SD	57703
	Treasurer	Street Address	City	State	ZIP+4
<input type="checkbox"/>					
	Director	Street Address	City	State	ZIP+4
<input type="checkbox"/>					
	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 11/15/2011

Signature Accepted Electronically
(Signature of an Authorized Person)

JOAN MUMFORD
(Printed Name)

325 3264 11/18/2011

2011 Enter Filing Year
Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT DOMESTIC

Please Type or Print Clearly in Ink

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

FILE DATE _____
RECEIPT NO 7341
RECEIVED
NOV 15 2011
S.D. SEC. OF STATE

Telephone # 605-393-2049

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
MUMFORD, JOAN
6495 HIGGINS LANE
RAPID CITY SD 57703

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

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

6495 HIGGINS LANE RAPID CITY S DAK. 57703
Street Address City State ZIP+4

(SAME)
Mailing Address City State ZIP+4

Email Address

4. The name of the South Dakota Registered Agent

JOAN MUMFORD
6495 HIGGINS LANE RAPID CITY S DAK 57703
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

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.

- JAMES WILLIAMS 602 WILKSIE AVE RAPID CITY S DAK
Vice President Street Address City State ZIP+4 57701
- Vice President Street Address City State ZIP+4
- JOAN MUMFORD 6495 HIGGINS LANE RAPID CITY SD
Secretary Street Address City State ZIP+4
- JOAN MUMFORD 6495 HIGGINS LANE RAPID CITY SD
Treasurer Street Address City State ZIP+4 57703
- Director Street Address City State ZIP+4
- Director Street Address City State ZIP+4

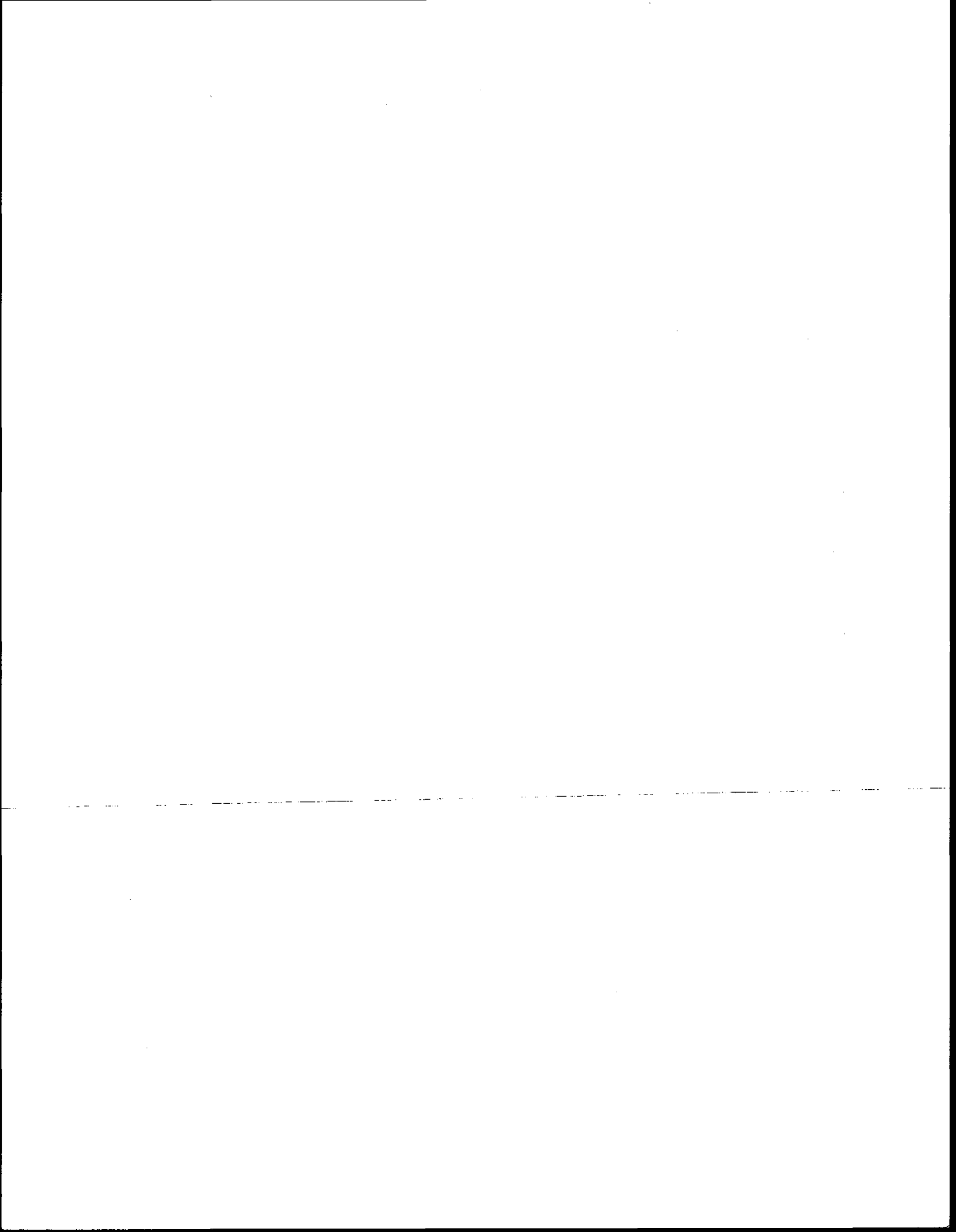
No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated November 14, 2011

Joan Mumford
(Signature of an Authorized Person)
JOAN MUMFORD
(Printed Name)

Email _____

*By signing this form you agree to have both the fee and the form processed electronically.



2012

Enter Filing Year

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

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

DOMESTIC

Please Type or Print Clearly In Ink

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

FILE 11/26/2012

RECEIPT NO 76283

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
14930 AVIATION RD
RAPID CITY, SD 57703-8530

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: JOAN MUMFORD

6495 HIGGINS LANE RAPID CITY SD 57703-9330
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

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

New Agent Name: MILTON C STROMER

14930 AVIATION RD. RAPID CITY SD 57703-8530
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

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 11/26/2012

Signature Accepted Electronically

(Signature of an Authorized Person)

MILTON C STROMER

(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 11/26/2012

RECEIPT NO 76283

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
14930 AVIATION RD
RAPID CITY, SD 57703-8530

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

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

14930 AVIATION RD	RAPID CITY	SD	57703-8530
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: MILTON C STROMER

14930 AVIATION RD.	RAPID CITY	SD	57703-8530
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
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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"/>	JAMES (JEEP) WILLIAMS	8005 MORRIS LN	RAPID CITY	SD	57701
	President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	STEVEN BUCHHOLZ	22940 11 MILE RD	PHILLIP	SD	57567
	Vice President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	MILTON STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	MILTON STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
	Treasurer	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	LEE AHRLLEN	531 FOX RUN RD	RAPID CITY	SD	57701
	Director	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	JAMES WILLIAMS	622 WILLSIE	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 11/26/2012

Signature Accepted Electronically

(Signature of an Authorized Person)

MILTON C STROMER

(Printed Name)

393 0715

Receipt Number: 77919

File Number **DB016157**



ARTICLES_OF_AMENDMENT

For

RAPID VALLEY WATER COMPANY, INC.

Filed at the request of:

**MILTON STROMER
14930 AVIATION RD
RAPID CITY SD 57703**

*State of South Dakota
Office of the Secretary of State*

Filed in the office of the Secretary of State on: **Wednesday, November 28, 2012**


Secretary of State

Fee Received: \$60.00

393 0716 12/03/2012

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Amendment

ORGANIZATIONAL ID #: DB016157

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Articles of Amendment to the Articles of Incorporation of **RAPID VALLEY WATER COMPANY, INC.** duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, 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 Amendment to the Articles of Incorporation and attach hereto a duplicate of the Articles of Amendment.

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 November 28, 2012.



Jason M. Gant
Secretary of State

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

AMENDMENT TO ARTICLES OF INCORPORATION DOMESTIC BUSINESS CORPORATION

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$60 payable to SECRETARY OF STATE

RECEIVED
NOV 28 2012
S.D. SEC. OF STATE

Telephone # (605) 430-1271
FAX # _____

Filed this 28th day of Nov, 2012
Jason Jant
SECRETARY OF STATE

393 0717

1. The name of the corporation is Rapid Valley Water Company

Note: This must be the exact corporate name.

2. The Articles of Incorporation have been amended in the manner prescribed by SDCL 47-1A and by the Articles of Incorporation on May 12, 20 12.

- Adopted by the shareholders.
- Adopted by the Board of Directors.

3. Please state the amendment.

Article III, section 2 of the Corporation's Bylaws shall be amended to state as follows, "Section 2. Number, Tenure and Qualifications. In order to hold office, a person or corporation must hold a minimum of two (2) shares of stock in the corporation. The number of directors of the corporation shall be not less than three (3) nor more than five (5). Each director shall hold office until the next annual meeting of shareholders and until his successor shall have been duly elected and qualified."; and....

Application may be signed by any authorized officer of the corporation.

Dated _____

Milton C. Stromer
(Signature of an authorized officer)

Milton C. Stromer
(Printed Name)

Secretary / Treasurer
(Title)

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.

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 11/25/2013

RECEIPT NO 154880

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
14930 AVIATION RD
RAPID CITY, SD 57703-8513

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

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

14930 AVIATION RD RAPID CITY SD 57703-8513

Street Address City State ZIP+4

14930 AVIATION RD.

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: MILTON C STROMER

14930 AVIATION RD. RAPID CITY SD 57703-8530

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

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"/>	JAMES (JEEP) WILLIAMS	8005 MORRIS LN	RAPID CITY	SD	57701
	President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	STEVEN BUCHHOLZ	22940 11 MILE RD	PHILLIP	SD	57567
	Vice President	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	MILTON STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
	Secretary	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	MILTON STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
	Treasurer	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	LEE AHRLIN	531 FOX RUN RD	RAPID CITY	SD	57701
	Director	Street Address	City	State	ZIP+4
<input checked="" type="checkbox"/>	JAMES WILLIAMS	622 WILLSIE	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 11/25/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

MILTON STROMER

(Printed Name)

2014

Enter Filing Year

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

DOMESTIC

Please Type or Print Clearly In Ink

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

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

FILE DATE 11/14/2014

RECEIPT NO 246585

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
8005 MORRIS LANE
RAPID CITY, SD 57703

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: MILTON C STROMER

14930 AVIATION RD. RAPID CITY SD 57703-8530
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

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

New Agent Name: JAMES J WILLIAMS

8005 MORRIS LANE RAPID CITY SD 57703
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

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 11/14/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

JAMES J WILLIAMS

(Printed Name)

2014

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 DATE 11/14/2014

RECEIPT NO 246585

1. Corporate ID and Name:

DB016157
RAPID VALLEY WATER COMPANY, INC.
8005 MORRIS LANE
RAPID CITY, SD 57703

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

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

8005 MORRIS LANE	RAPID CITY	SD	57703
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Street Address	City	State	ZIP+4
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8005 MORRIS LANE	RAPID CITY	SD	57703
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Mailing Address	City	State	ZIP+4
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4. The name of the South Dakota Registered Agent

Agent Name: JAMES J WILLIAMS

8005 MORRIS LANE	RAPID CITY	SD	57703
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Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
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		SD	
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Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
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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"/>	JAMES (JEEP) WILLIAMS	8005 MORRIS LN	RAPID CITY	SD	57701
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President	Street Address	City	State	ZIP+4
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<input checked="" type="checkbox"/>	STEVEN BUCHHOLZ	22940 11 MILE RD	PHILLIP	SD	57567
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Vice President	Street Address	City	State	ZIP+4
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<input checked="" type="checkbox"/>	JUDY STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
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Secretary	Street Address	City	State	ZIP+4
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<input checked="" type="checkbox"/>	JUDY STROMER	14930 AVIATION RD.	RAPID CITY	SD	57703
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Treasurer	Street Address	City	State	ZIP+4
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<input checked="" type="checkbox"/>	LEE AHRLIN	531 FOX RUN RD	RAPID CITY	SD	57701
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Director	Street Address	City	State	ZIP+4
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<input checked="" type="checkbox"/>	JAMES WILLIAMS	622 WILLSIE	RAPID CITY	SD	57701
-------------------------------------	----------------	-------------	------------	----	-------

Director	Street Address	City	State	ZIP+4
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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 11/14/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

JAMES J WILLIAMS

(Printed Name)

2015

STATEMENT OF CHANGE OF REGISTERED OFFICE

FILE DATE 12/1/2015

Enter Filing Year

DOMESTIC

RECEIPT NO 336248

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: \$10.00 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

DB016157

RAPID VALLEY WATER COMPANY, INC.

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: JAMES J WILLIAMS

8005 MORRIS LANE RAPID CITY SD 57703

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

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

New Agent Name: JAMES F WILLIAMS

8005 MORRIS LN. RAPID CITY SD 57703

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

8005 MORRIS LN. RAPID CITY SD 57703

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.

Dated 12/01/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

JAMES J WILLIAMS

(Printed Name)

2015

ANNUAL REPORT

FILE DATE 12/1/2015

Enter Filing Year

DOMESTIC

RECEIPT NO 336248

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

1. Corporate ID and Name:

DB016157

RAPID VALLEY WATER COMPANY, INC.

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

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

8005 MORRIS LANE	RAPID CITY	SD	57703
------------------	------------	----	-------

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

8005 MORRIS LANE	RAPID CITY	SD	57703
------------------	------------	----	-------

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

4. The name of the South Dakota Registered Agent

Agent Name: JAMES F WILLIAMS

8005 MORRIS LN.	RAPID CITY	SD	57703
-----------------	------------	----	-------

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

8005 MORRIS LN.	RAPID CITY	SD	57703
-----------------	------------	----	-------

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 type="checkbox"/> STEVEN BUCHHOLZ	22940 11 MILE RD	PHILLIP	SD	57567
Vice President	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/> LEE AHRLIN	531 FOX RUN RD	RAPID CITY	SD	57701
Director	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/> JAMES WILLIAMS	622 WILLSIE	RAPID CITY	SD	57701
Director	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/> JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
Secretary	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
Treasurer		Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
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

Signature Accepted Electronically

(Signature of an Authorized Person)

JAMES J WILLIAMS

(Printed Name)

2016

ANNUAL REPORT

FILE DATE 10/17/2016

Enter Filing Year

DOMESTIC CORPORATION

RECEIPT NO 464899

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: \$50.00 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

DB016157

Enter Corporate ID

RAPID VALLEY WATER COMPANY, INC.

Enter Corporate Name

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

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

8005 MORRIS LANE	RAPID CITY	SD	57703
Actual Street Address or Rural Route Box Number	City	State	ZIP+4
8005 MORRIS LANE	RAPID CITY	SD	57703
Mailing Address, if Different from Street Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: JAMES F WILLIAMS

8005 MORRIS LN.	RAPID CITY	SD	57703
Actual Street Address or Rural Route Box Number in This State	City	State	ZIP+4
8005 MORRIS LN.	RAPID CITY	SD	57703
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"/>	LEE AHRLIN	531 FOX RUN RD	RAPID CITY	SD	57701
	Director	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	JAMES WILLIAMS	622 WILLSIE	RAPID CITY	SD	57701
	Director	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
	Secretary	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
	Treasurer	Actual Street Address	City	State	ZIP+4

<input checked="" type="checkbox"/>	JAMES F WILLIAMS	8005 MORRIS LN.	RAPID CITY	SD	57703
	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)
JAMES F WILLIAMS

(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.

10/17/2016 11:33:29 AM