

Filed this 16th day of Aug 2013
398 5651 08/30/2013
Jason Jant
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION
OF
HEARTLAND AG SOLUTIONS, LLC**

RECEIVED
AUG 16 2013
S.D. SEC. OF STATE
DL 034749

We, the undersigned, who shall be Members upon the issuance of a certificate of organization with the Secretary of State, acting as the **ORGANIZERS** of a Limited Liability Company under the South Dakota Limited Liability Act, do hereby adopt the following Articles of Organization for such Limited Liability Company.

ARTICLE ONE

The name of the Limited Liability Company is HEARTLAND AG SOLUTIONS, LLC (the "Company").

ARTICLE TWO

The period of duration of this Limited Liability Company is perpetual.

ARTICLE THREE

The purpose for which the Limited Liability Company is organized is to own, operate and manage precision farming equipment hardware sales and service and all matters related thereto or any lawful act or activity for which limited liability companies may be formed under the South Dakota Limited Liability Act and to engage in any and all activities necessary or incidental to these acts.

ARTICLE FOUR

The Limited Liability Company shall also have those powers provided for in the South Dakota Limited Liability Company Act.

ARTICLE FIVE

The initial contribution to the Limited Liability Company shall be in the sum of One Thousand Dollars (\$1,000.00).

ARTICLE SIX

Additional contributions shall be made at such times and at such amounts as may be unanimously agreed by the members as provided for in the Operating Agreement of the Limited Liability Company.

ARTICLE SEVEN

Additional members may be admitted to the Limited Liability Company at such times and on such terms and condition as provided for in the Operating Agreement of the Limited Liability Company.

ARTICLE EIGHT

The remaining members of the Limited Liability Company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company upon unanimous agreement and as provided for in the Operating Agreement of the Limited Liability Company.

ARTICLE NINE

The Limited Liability Company shall be member managed. The names of the members and addresses of the persons who are to serve as members until the first annual meeting of the members or until the successors are elected and qualified is as follows:

David McDonald
20544 407th Avenue
Huron, SD 57350

Tyler McDonald
20544 407th Avenue
Huron, SD 57350

ARTICLE TEN

The street address of the initial registered and designated office of the Limited Liability Company is Heartland Ag Solutions, 20544 407th Avenue, Huron, SD 57350. The name of the initial registered agent is Kent A. Shelton.

ARTICLE ELEVEN

The name and address of the **ORGANIZERS** are:

David McDonald
20544 407th Avenue
Huron, SD 57350

Tyler McDonald
20544 407th Avenue
Huron, SD 57350

ARTICLE TWELVE

The Operating Agreement will be adopted by unanimous consent of the Members. The power to alter, amend or repeal the Operating Agreement or adopt a new Operating Agreement is vested in the Members by unanimous consent of the Members.

ARTICLE THIRTEEN

To the full extent permitted by South Dakota law, no manager or member of the Limited Liability Company shall be liable to the Limited Liability Company or its members for monetary damages for an act or omission in such manager's or member's capacity as a manager or member of the Limited Liability Company, except that this Article does not eliminate or limit the liability of a manager or member to the extent the manager or member is found liable for (a) a breach of the manager's or member's duty of loyalty to the company or its members; (b) an act or omission not in good faith that constitutes a breach of duty of the manager to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (c) a transaction from which the manager or member received an improper benefit whether or not the benefit resulted from an action taken within the scope of the manager's or member's office; or (d) an action or omission for which the liability of a manager or member is expressly provided by an applicable statute. Any repeal or amendment of this Article by the member of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager or member of the Company existing at the time of such repeal or amendment. The

398 5654

foregoing elimination of the liability to the Limited Liability Company or its members for monetary damages shall not be deemed exclusive of any other rights or limitations of liability or indemnity to which a manger or member may be entitled under any other provision of the Articles of Organization or the Operating Agreement of the Limited Liability Company, contract or agreement, vote of members and/or disinterested managers of the Limited Liability Company, or otherwise.

ARTICLE FOURTEEN

These Articles of Organization may be amended, modified, supplemented or re-stated in any manner permitted by applicable law and approved by an affirmative vote of a majority of the membership interest.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of August, 2013.

By: *David McDonald*
David McDonald – Member/Manager

By: *Tyler McDonald*
Tyler McDonald – Member/Manager

STATE OF SOUTH DAKOTA)
 :SS
COUNTY OF BEADLE)

On this the 15th day of August, 2013, before me, the undersigned officer, personally appeared David McDonald, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

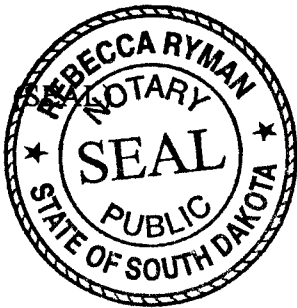


Rebecca Ryman
Notary Public
My commission expires: 01-16-19

STATE OF SOUTH DAKOTA)
 :SS
COUNTY OF BEADLE)

On this the 15th day of August, 2013, before me, the undersigned officer, personally appeared Tyler McDonald, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

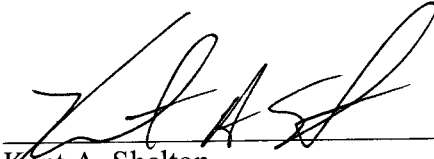


Rebecca Ryman
Notary Public
My commission expires: 1-16-19

CONSENT TO APPOINTMENT BY REGISTERED AGENT

I, Kent A. Shelton, hereby give my consent to serve as the registered agent for
HEARTLAND AG SOLUTIONS, LLC.

Dated this 15th day of August, 2013.


Kent A. Shelton

2014

Enter Filing Year

ANNUAL REPORT

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

DOMESTIC LLC

Please Type or Print Clearly In Ink

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

FILE DATE 5/1/2015

RECEIPT NO 298605

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

DL034749
HEARTLAND AG SOLUTIONS, LLC
20544 407TH AVENUE
HURON, SD 57350

2. The jurisdiction under whose law it is formed

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

20544 407TH AVENUE	HURON	SD	57350
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: KENT A SHELTON

20544 407TH AVENUE	HURON	SD	57350
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 business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

☒ DAVID W MCDONALD	20544 407TH AVE	HURON	SD	57350
Manager	Street Address	City	State	ZIP+4
☒ TYLER W MCDONALD	20544 407TH AVE	HURON	SD	57350
Manager	Street Address	City	State	ZIP+4

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

Dated 05/01/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

TYLER W MCDONALD

(Printed Name)

2015

Enter Filing Year

ANNUAL REPORT

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

DOMESTIC LLC

Please Type or Print Clearly In Ink

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

FILE DATE 6/1/2015

RECEIPT NO 307026

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

DL034749

HEARTLAND AG SOLUTIONS, LLC

20544 407TH AVENUE

HURON, SD 57350

2. The jurisdiction under whose law it is formed

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

20544 407TH AVENUE

HURON

SD

57350

Street Address

City

State

ZIP+4

Mailing Address

City

State

ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name:

KENT A SHELTON

20544 407TH AVENUE

HURON

SD

57350

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



DAVID W MCDONALD

20544 407TH AVE

HURON

SD

57350

Manager

Street Address

City

State

ZIP+4



TYLER W MCDONALD

20544 407TH AVE

HURON

SD

57350

Manager

Street Address

City

State

ZIP+4

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

Dated 06/01/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

TYLER W MCDONALD

(Printed Name)

2016

Enter Filing Year

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

ANNUAL REPORT

DOMESTIC LLC

SDCL 47-34A-211; 59-11-24, 24.1

Please Type or Print Clearly In Ink

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

FILE DATE 7/26/2016

RECEIPT NO 439476

1. LLC ID and Name:

DL034749

Enter LLC ID

HEARTLAND AG SOLUTIONS, LLC

Enter LLC Name

2. The jurisdiction under whose law it is formed

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

20544 407TH AVENUE

HURON

SD

57350

Actual Street Address or Rural Route Box Number

City

State

ZIP+4

Mailing Address, if Different from Street Address

City

State

ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name:

KENT A SHELTON

20544 407TH AVENUE

HURON

SD

57350

Actual Street Address or Rural Route Box Number in This State

City

State

ZIP+4

Mailing Address in This State, if Different from Street Address

City

State

ZIP+4

5. The names and business addresses of its principal officers and directors (governors). If, pursuant to SDCL 59-11-24, the board of directors has been eliminated, list the names of the shareholders.



DAVID W MCDONALD

20544 407TH AVE

HURON

SD

57350

Manager

Actual Street Address

City

State

ZIP+4



TYLER W MCDONALD

20544 407TH AVE

HURON

SD

57350

Manager

Actual Street Address

City

State

ZIP+4

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

Dated 07/26/2016

Signature Accepted Electronically

(Signature of an Authorized Person)

TYLER W MCDONALD

(Printed Name)

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

7/26/2016 5:33:04 PM