

364 2043

Receipt Number: 1860749

File Number **DL017954**



ARTICLES_OF_ORGANIZATION

For

RECORD PROPERTY MANAGEMENT LLC

Filed at the request of:

**BANGS MCCULLEN LAW FIRM
JOHN H RAFORTH
PO Box 2670
RAPID CITY SD 57709**

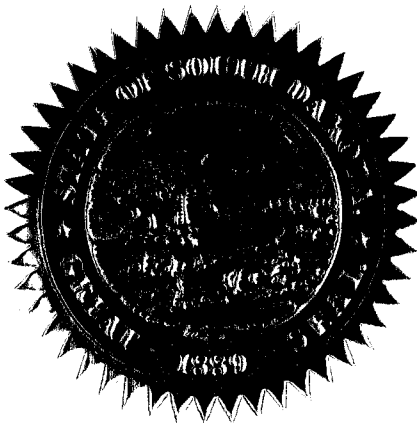
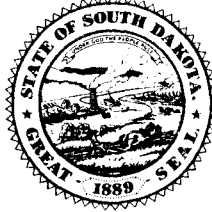
*State of South Dakota
Office of the Secretary of State*

Filed in the office of the Secretary of State on: **Monday, December 22, 2008**



Secretary of State

Fee Received: \$125.00



Cert of Organization LLC Merge

364 2045 12/24/2008

Filed this 22nd day of Dec., 2008
Chris Nelson
SECRETARY OF STATE

RECEIVED
DEC 22 2008
S.D. SEC. OF STATE

ARTICLES OF ORGANIZATION
OF
RECORD PROPERTY MANAGEMENT LLC
(a South Dakota limited liability company)

The undersigned, pursuant to the South Dakota Uniform Limited Liability Company Act, SDCL Chapter 47-34A, hereby adopts the following Articles of Organization for a domestic limited liability company.

1. The name of the Limited Liability Company is: Record Property Management LLC.
2. The duration of the company is perpetual.
3. The address of the initial designated office is: 3329 Hogan Court, Rapid City, South Dakota 57702.
4. The name and street address of the initial agent for service of process is:

Jerry L. Record
3329 Hogan Court
Rapid City, South Dakota 57702
5. The name and address of the organizer is:

John H. Raforth
333 West Boulevard, Suite 400
Rapid City, South Dakota 57701
6. The company shall be a manager-managed company rather than a member-managed company, and the names and addresses of the initial managers are:

Jerry L. Record
3329 Hogan Court
Rapid City, South Dakota 57702

Joan C. Record
3329 Hogan Court
Rapid City, South Dakota 57702

Steven Q. Record
97 Sherri View Drive
Sheridan, Wyoming 82801

DL 17954

- 364 2046 12/24/2008
7. No manager or member of the company shall be liable for its debts and obligations under SDCL 47-34A-303(c).
 8. (a) Every person who was or is a party, or is threatened to be made party to or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he, she or it is or was a manager, member, employee or agent of the company shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of South Dakota against all expenses, liability and loss (including attorney's fees, judgments, fines and amounts paid or to be paid in settlement) reasonably incurred or suffered by him, her or it in connection therewith. Such right of indemnification shall be a contract right which may be enforced by such person in any manner provided by law. Such right of indemnification shall not be exclusive of any other right which such manager, member, employee or agent may have or hereafter acquire, and, without limiting the generality of such statement, such person shall be entitled to his, her or its respective rights of indemnification under any operating agreement or other agreement, vote of members, provision of law, or otherwise, in addition to his, her or its rights under this Section.

(b) The expenses of any manager, member, employee or agent incurred in defending a civil or criminal action, suit or proceeding by reason of any act or omission of such manager, member, employee or agent as a result of acting as a manager, member, employee or agent on behalf of the company shall be paid by the company as such expenses are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of any undertaking by or on behalf of the

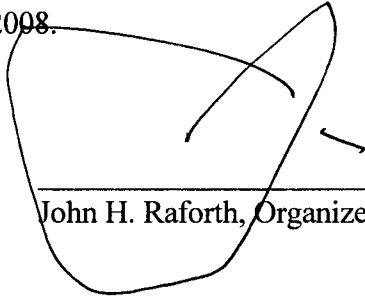
manager, member, employee or agent to repay such expenses if it is ultimately determined by a court of competent jurisdiction that he, she or it is not entitled to be indemnified by the company.

(c) Without limiting the application of the foregoing, the members may adopt a provision in the operating agreement from time to time with respect to indemnification, to provide at all times the fullest indemnification permitted by the laws of the State of South Dakota, and may cause the company to purchase and maintain insurance or make other financial arrangements on behalf of any person who is or was a manager, member, employee or agent of the company against any liability asserted against such person and incurred in such capacity or arising out of such status, to the fullest extent permitted by the laws of the State of South Dakota, whether or not the company would have the power to indemnify such person.

(d) The indemnification and advancement of expenses provided in this Section shall continue for a person who has ceased to be a member, manager, employee or agent of the company, and inures to the benefit of the heirs, personal representatives, executors and administrators of such person.

9. No other provisions are included in these Articles of Organization.

IN WITNESS WHEREOF the undersigned has executed these Articles of Organization this 19th day of December, 2008.



John H. Raforth, Organizer

2009

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

ANNUAL REPORT DOMESTIC L.L.C.

Please Type or Print Clearly in Ink

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

I. L.L.C. Name, Registered Agent Name and Address:



DL017954

DL017954 DEC/0000

RECORD PROPERTY MANAGEMENT LLC

RECORD, JERRY L.

3329 HOGAN COURT

RAPID CITY SD 57702-5019

FILE DATE

12/01/09

RECEIPT NO

1013430

RECEIVED

DEC 01 2009

S.D. SEC. OF STATE

Telephone #

FAX #

FILING DATE: Due during the month the Certificate of Organization 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.

3329 Hogan Court	Rapid City	SD	57702
Street Address	City	State	ZIP+4

Mailing Address (Optional)	City	State	ZIP+4
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3. The name of the South Dakota Registered Agent Jerry L. Record

3329 Hogan Court	Rapid City	SD	57702
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
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4. 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.

Jerry L. Record	3329 Hogan Court	Rapid City	SD	57702
Manager	Street Address	City	State	ZIP+4

Joan C. Record	3329 Hogan Court	Rapid City	SD	57702
Manager	Street Address	City	State	ZIP+4

Steven Q. Record	97 Sherri View Drive	Sheridan	WY	82801
Manager	Street Address	City	State	ZIP+4

Dated November 24, 2009


(Signature of an Authorized Manager or Member)

Jerry L. Record
(Printed Name)

Co-Manager
(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)

2010

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

ANNUAL REPORT DOMESTIC L.L.C.

Please Type or Print Clearly in Ink

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

FILE DATE

11/22/10

RECEIPT NO.

2090161

NOV 22 2010

S.D. SEC. OF STATE

1. L.L.C. Name, Registered Agent Name and Address:



DL017954 DEC/2009

RECORD PROPERTY MANAGEMENT LLC

RECORD, JERRY L.

3329 HOGAN COURT

RAPID CITY SD 57702-5019

Telephone # _____

FAX # _____

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

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.

3329 HOGAN COURT

Street Address

RAPID CITY

City

S.D.

State

57702

ZIP+4

Mailing Address (Optional)

City

State

ZIP+4

4. The name of the South Dakota Registered Agent JERRY L. RECORD3329 HOGAN COURT

Street Address (Required to be a South Dakota Address)

RAPID CITY

City

S.D.

State

57702

ZIP+4

Mailing Address (Optional - Required to be a South Dakota 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.

Jerry L. Record

Manager

3329 Hogan Court

Street Address

Rapid city

City

SD

State

57702

ZIP+4

JOAN C. RECORD

Manager

3329 Hogan Court

Street Address

Rapid city

City

SD

State

57702

ZIP+4

Steven Q. RECORD

Manager

2836 LosLine Court

Street Address

LARAMIE

City

WY

State

82072

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 18 2010

(Signature of an Authorized Person)

Jerry L. RECORD

(Printed Name)

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.

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

Dated _____

(Signature of an Authorized Person)

(Printed Name)

2011

Enter Filing Year

ANNUAL REPORT

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

DOMESTIC LLC

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

FILE DATE 02/17/2012

RECEIPT NO 24125

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

DL017954
RECORD PROPERTY MANAGEMENT LLC
3329 HOGAN COURT
RAPID CITY, SD 57702-5019

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

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

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
Street Address	City	State	ZIP+4

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

4. The name of the South Dakota Registered Agent

Agent Name: JERRY L. RECORD

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
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.

☐	Manager	Street Address	City	State	ZIP+4
☐	Manager	Street Address	City	State	ZIP+4
☐	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 02/17/2012

Signature Accepted Electronically
(Signature of an Authorized Person)

JERRY L RECORD
(Printed Name)

2/17/2012 12:48:19PM

2012

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 1/28/2013

RECEIPT NO 91279

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

DL017954
RECORD PROPERTY MANAGEMENT LLC
3329 HOGAN COURT
RAPID CITY, SD 57702-5019

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

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

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
Street Address	City	State	ZIP+4

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

4. The name of the South Dakota Registered Agent

Agent Name: JERRY L. RECORD

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
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.

☐

Manager	Street Address	City	State	ZIP+4
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☐

Manager	Street Address	City	State	ZIP+4
---------	----------------	------	-------	-------

☐

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.

Date 01/28/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

JERRY L RECORD

(Printed Name)

2013

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 12/21/2013

RECEIPT NO 162229

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

DL017954
RECORD PROPERTY MANAGEMENT LLC
3329 HOGAN COURT
RAPID CITY, SD 57702-5019

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

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

3329 HOGAN COURT RAPID CITY SD 57702-5019

Street Address City State ZIP+4

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: JERRY L. RECORD

3329 HOGAN COURT RAPID CITY SD 57702-5019

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.

☐

Manager Street Address City State ZIP+4

☐

Manager Street Address City State ZIP+4

☐

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.

Date 12/21/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

JERRY L RECORD

(Printed Name)

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 12/28/2014

RECEIPT NO 257653

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

DL017954
RECORD PROPERTY MANAGEMENT LLC
3329 HOGAN COURT
RAPID CITY, SD 57702-5019

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

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

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
Street Address	City	State	ZIP+4

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

4. The name of the South Dakota Registered Agent

Agent Name: JERRY L. RECORD

3329 HOGAN COURT	RAPID CITY	SD	57702-5019
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.

☐

Manager	Street Address	City	State	ZIP+4
---------	----------------	------	-------	-------

☐

Manager	Street Address	City	State	ZIP+4
---------	----------------	------	-------	-------

☐

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 12/28/2014Signature Accepted Electronically

(Signature of an Authorized Person)

JERRY L RECORD

(Printed Name)

2015

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 1/20/2016

RECEIPT NO 372958

1. LLC ID and Name:

DL017954

Enter LLC ID

RECORD PROPERTY MANAGEMENT LLC

Enter LLC Name

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

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

3329 HOGAN COURT

RAPID CITY

SD

57702-5019

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:

JERRY L. RECORD

3329 HOGAN COURT

RAPID CITY

SD

57702-5019

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 47-1A-732(1), the board of directors has been eliminated, list the names of the shareholders.

☐

Manager

Actual Street Address

City

State

ZIP+4

☐

Manager

Actual Street Address

City

State

ZIP+4

☐

Manager

Actual Street Address

City

State

ZIP+4

6. Beneficial Interest (optional)

Owner	Description of Ownership	Percentage/Value
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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 (SDCL 47-1A-129).

Dated 01/20/2016

Signature Accepted Electronically
(Signature of an Authorized Person)
JERRY L RECORD
(Printed Name)