

6/22/2004

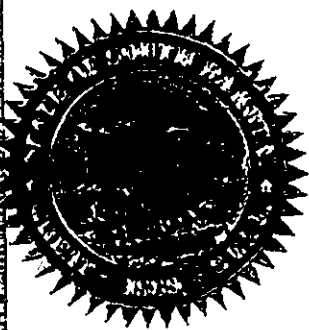
LIMITED LIABILITY COMPANY

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issued this Certificate of Organization and attach hereto a duplicate of the Articles of Organization.

May 11, 1999.



JOYCE HAZELTINE
Secretary of State



9906254.1238
6/22/99

RECEIVED
MAY 11 1999
S.D. SEC. OF STATE

Copy 2/2/99
11/1/99
3rd of 1999
ARTICLES OF ORGANIZATION
DOMESTIC LIMITED LIABILITY CORPORATION

1. ^{OF STATE} The name of the company is Bell and Jones, LLC.
2. The address of the initial designated office is 525 Texas Street, Rapid City, South Dakota.
3. The name and address of the initial agent for service of process is John T. Bell, 525 Texas Street, Rapid City, South Dakota 57701.
4. The name and address of each organizer is:

John T. Bell	Shirley J. Bell
525 E. Texas Street	525 E. Texas Street
Rapid City SD 57701	Rapid City SD 57701
5. The duration of the company is perpetual.
6. The company is to be managed. The name and address of the initial manager is John T. Bell, 525 Texas Street, Rapid City, South Dakota 57701.
7. The debts, obligations, and liabilities of the limited liability company are solely the debts, obligations, and liabilities of the company.

Dated this 7th day of May, 1999.

John T. Bell
John T. Bell, Organizer

Shirley J. Bell
Shirley J. Bell, Organizer

11002255

9905294.1238
6/22/99

STATE OF SOUTH DAKOTA)
) SS
COUNTY OF PENNINGTON)

On this 7th day of May, 1999, before me, the undersigned officer, personally appeared John T. Bell, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that she executed the same for the purposes therein contained.

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

[Signature]
Notary Public

(SEAL)

My Commission Expires: 7-25-2003

STATE OF SOUTH DAKOTA)
) SS
COUNTY OF PENNINGTON)

On this 7th day of May, 1999, before me, the undersigned officer, personally appeared Shirley J. Bell, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that she executed the same for the purposes therein contained.

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

[Signature]
Notary Public

(SEAL)

My Commission Expires: 7-25-2003

9906294-1238
6/22/99

RECEIVED
MAY 11 1999
S.D. SEC. OF STATE

ANNUAL REPORT

1. The name of the company is Bell and Jones, LLC, organized under the laws of the State of South Dakota.
2. The address of its registered office is 525 Texas Street, Rapid City, South Dakota 57701 and the name and address of it's registered agent for service of process is John T. Bell, 525 Texas Street, Rapid City, South Dakota 57701.
3. The address of its principal office is 525 Texas Street, Rapid City, South Dakota.
4. The name and business address of its manager is John T. Bell, 525 Texas Street, Rapid City, South Dakota 57701.
5. The dollar amount of the total agreed contributions to the limited liability company is \$70,370.00.

Dated this 7th day of May, 1999

John T. Bell
John T. Bell, Manager

STATE OF SOUTH DAKOTA

) SS

COUNTY OF PENNINGTON

On this 7th day of May, 1999, before me, the undersigned officer, personally appeared John T. Bell, 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.

Anna J. Wilson
Notary Public

(SEAL)

My Commission Expires: 7-25-2003

Receipt No. 744266

9906294.1238
6/22/99

File Number: DLO02255

ART OF ORGANIZATION

FILE

BELL AND JONES, LLC

Filed at the request of:

CHARLES J MICKEL, P.C.
PO BOX 2859
RAPID CITY SD 57509

STATE OF SOUTH DAKOTA

SS.

OFFICE OF THE SECRETARY OF STATE

Filed in the office of Secretary of State on

Date May 12, 1999

Joyce Hazeltine
Secretary of State

Fee Received \$150 COURT. \$70,370.

SOS CRP 491 10/93

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
Fax (605)773-4550

0006203.2205
0100100
ANNUAL REPORT
DOMESTIC LLC
PLEASE TYPE OR USE BLACK INK

FILE DATE 5/31/00
RECEIPT NO. 888072

RECEIVED

MAY 31 00

S.D. SEC. OF STATE

1. L.L.C. Name and Mailing Address.

DL-002255 MAY/0000
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

Telephone # 605-348-1869
FAX # N/A
Federal Taxpayer ID #
FILING DATE: Due during the month the
Certificate of Organization was issued, and
delinquent after the last day of the following
month.

2. The state or country under whose law it is organized is: South Dakota

3. The address of its registered office and the name and address of its registered agent for service of process in South Dakota is:

525 Texas St - Rapid City, S. Dak 57701
John T. Bell
525 Texas St - Rapid City, S. Dak 57701

4. The address of its principal office is: Same

5. The names and business addresses of any managers:

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$ 70,370⁰⁰

Date: 5-30-00

John T. Bell mg.
(Signature and Title)

The information must be current as of the date the annual report is signed on behalf of the limited liability company.

The annual report must be signed by a manager of a manager-managed company, or a member of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

*** FILING FEE: \$50**

If the report reflects additional contributions in excess of those stated in the prior report, an additional fee is due to make the total sum equal to the fee due on the below listed fee schedule.

AGREED CONTRIBUTION	FEE
Not in excess of \$50,000	\$ 90
\$50,001 to \$100,000	\$150
In excess of \$100,000	\$150 for first \$100,000 plus \$.50 for each additional \$1,000

The maximum amount charged may not exceed sixteen thousand dollars (\$16,000.).

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
Fax (605)773-4550

0105209.0385
ANNUAL REPORT
DOMESTIC L.L.C.
PLEASE TYPE OR USE BLACK INK

FILE DATE 5-7-01
RECEIPT NO. 973303

RECEIVED

APR 12 01

S.D. SEC. OF STATE

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

DL-002255 MAY/2000
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST

RAPID CITY SD 57701-2306

Telephone # 605-348-1869

FAX # 605-348-1869

Federal Taxpayer ?

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

2. The state or country under whose law it is organized is:

South Dakota

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

JOHN T. BELL 525 TEXAS ST. Rapid City 57701

4. The address of its principal office is:

525 TEXAS ST. Rapid City, S.D. 57701

5. The names and business addresses of any managers:

JOHN T. BELL - 525 TEXAS ST. Rapid City,
S.D. 57701

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$

70,370⁰⁰

Date:

April 10, 2001

(Signature and Title)

John T. Bell mg. Part.

The information must be current as of the date the annual report is signed on behalf of the limited liability company.

The annual report must be signed by a manager of a manager-managed company, or a member of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

* FILING FEE: \$50

If the report reflects additional contributions in excess of those stated in the prior report, an additional fee is due to make the total sum equal to the fee due on the below listed fee schedule.

AGREED CONTRIBUTION	FEE
Not in excess of \$50,000	\$ 90
\$50,001 to \$100,000	\$150
In excess of \$100,000	\$150 for first \$100,000 plus \$.50 for each additional \$1,000

The maximum amount charged may not exceed sixteen thousand dollars (\$16,000).

DBLLCAR.DOC

2002

ANNUAL REPORT

DOMESTIC LLC.
PLEASE TYPE OR USE BLACK INK

FILE DATE 7-8-60
RECEIPT NO. 1086176
RECEIVED

APR 8 '02

1. LLC Name, Registered Agent and Mailing Address:



DL-002255 MAY/2001
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

Telephone # 608-392-5646
 FAX # 608-392-5646
 Federal Taxpayer ID # 15-0000000
 FILING DATE: Due during the month the Certificate of Organization was issued, and delinquent after the last day of the following month.

2. The state or country under whose law it is organized is:

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

4. The address of its principal office is:

5. The names and business addresses of any managers:

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$

Dated

(Signature and Title)

The information must be current as of the date the annual report is signed on behalf of the limited liability company.

The annual report must be signed by a manager of a manager-managed company, or a member of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

* FILING FEE: \$50

If the report reflects additional contributions in excess of those stated in the prior report, an additional fee is due to make the total sum equal to the fee due on the below listed fee schedule.

AGREED CONTRIBUTION	FEE
Not in excess of \$50,000	\$ 90
\$50,001 to \$100,000	\$150
In excess of \$100,000	\$150

*for first \$100,000 plus \$.50
for each additional \$1,000*

The maximum amount charged may not exceed sixteen thousand dollars (\$16,000.).

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

DBLLCAR.DOC

2003

ANNUAL REPORT

DOMESTIC LLC.
PLEASE TYPE OR USE BLACK INK

0305220.3265
5/20/03

FILE DATE 5-1-03
RECEIPT NO. 1203973
RECEIVED

APR 14 '03

1. LLC Name, Registered Agent and Mailing Address:



DL-002255 MAY/2002
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

Telephone # 605-348-8669
FAX #
Federal Taxpayer
FILING DATE: Due during the month and year date
of Organization was issued, and delinquent after the
last day of the following month.

2. The state or country under whose law it is organized is:

South Dakota

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

525 TEXAS ST. Rapid City, So. DAK 57701

John T. Bell

4. The address of its principal office is:

525 TEXAS ST. Rapid City, S.D. 57701

5. The names and business addresses of any managers:

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$

70,370

Dated



John T. Bell mg. Part.
(Signature and Title)

The information must be current as of the date the annual report is signed on behalf of the limited liability company.

The annual report must be signed by a manager of a manager-managed company, or a member of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

* FILING FEE: \$50

If the report reflects additional contributions in excess of those stated in the prior report, an additional fee is due to make the total sum equal to the fee due on the below listed fee schedule.

AGREED CONTRIBUTION	FEE
Not in excess of \$50,000	\$ 90
\$50,001 to \$100,000	\$150
In excess of \$100,000	\$150 for first \$100,000 plus \$.50 for each additional \$1,000

The maximum amount charged may not exceed sixteen thousand dollars (\$16,000.).

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

DBLLCAR.DOC

ANNUAL REPORT

DOMESTIC L.L.C.
PLEASE TYPE OR USE BLACK INK

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



DL002255 MAY/2003
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

FILE DATE 5/1/04
RECEIPT NO. 1319923

APR 26 2004

S.D. SEC. OF STATE

Telephone # 605-348-1869
FAX # N/A
Federal Taxp:
FILING DATE: Due during the month the Certificate
of Organization was issued, and delinquent after the
last day of the following month.

2. The state or country under whose law it is organized is:

South Dakota

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

JOHN T. BELL, 525 TEXAS ST, Rapid City, S.D. 57701

4. The address of its principal office is:

SAME

5. The names and business addresses of any managers:

JOHN T. BELL, 525 TEXAS ST, Rapid City, S.D. 57701

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$

70,370.00

The information must be current as of the date the annual report is signed on behalf of the limited liability company. The annual report must be **signed** by a **manager** of a manager-managed company, or a **member** of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

Dated

4-23-04

John T. Bell Mg. Part.
(Signature and Title)

FILING FEE: \$50 ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

*If the report reflects additional contributions in excess of those stated in the prior report, an additional fee is due, *less the previous fee already paid on contributions*, to make the cumulative fee equal to the filing fee due on the fee schedule listed below.

Total agreed contributions.....	25,000	or less	\$100
Over \$25,000 and not exceeding	100,000		125
Over \$100,000 and not exceeding	500,000		200
Over \$500,000 and not exceeding	1,000,000		300
Over \$1,000,000 and not exceeding	1,500,000		400
Over \$1,500,000 and not exceeding	2,000,000		500
Over \$2,000,000 and not exceeding	2,500,000		600
Over \$2,500,000 and not exceeding	3,000,000		700
Over \$3,000,000 and not exceeding	3,500,000		800
Over \$3,500,000 and not exceeding	4,000,000		900
Over \$4,000,000 and not exceeding	4,500,000		1,000
Over \$4,500,000 and not exceeding	5,000,000		1,100
For each additional \$500,000, \$250 in addition to \$1,100			

The maximum amount charged under this subsection together with any subsequent payments may not exceed sixteen thousand dollars

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

Revised 7/03
DBLLCAR.DOC

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

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

FILING FEE: \$10

The undersigned Limited Liability Company 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 limited liability company is _____
2. The previous address of its registered office _____

_____ ZIP _____
3. The address to which the registered office is to be changed (including street address) is _____

_____ ZIP _____
4. The name of its previous registered agent is _____
5. The name of its successor registered agent is _____
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. The change was authorized by affirmative vote of a majority of the members of the limited liability company.

The statement shall be verified by one or more of its managers if manager-managed, or by any member if member-managed.

Date _____

(Signature)

(Title)

llcstchnge.doc (LLCStch)

237 0429 05/13/2005

2005

ANNUAL REPORT

DOMESTIC L.L.C.

PLEASE TYPE OR USE BLACK INK

FILING FEE: \$50 ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

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



DL002255
DL002255 MAY/2004
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

FILE DATE 05/09/05
RECEIPT NO. 1437466
RECEIVED
MAY 09 '05
S.D. SEC. OF STATE

Telephone # 605-348-1869

FAX # _____

Federal Taxp# _____

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

2. The state or country under whose law it is organized is: Bennington - South Dakota

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

John Bell 525 Texas St. Rapid City S.D. Dak.

4. The address of its principal office is:

Rapid City S.D. Dak as shown above.

5. The names and business addresses of any managers:

John Bell 525 Texas St. Rapid City S.D. Dak 57701
Shirley Bell

6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$ 70,370

The information must be current as of the date the annual report is signed on behalf of the limited liability company. The annual report must be **signed** by a **manager** of a manager-managed company, or a **member** of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

Dated May 6, 2005

(Signature) John T. Bell. mg. partner

(Title) Managing Partner

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

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

FILING FEE: \$10

The undersigned Limited Liability Company 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 limited liability company is _____
2. The previous address of its registered office _____

ZIP _____
3. The address to which the registered office is to be changed (including street address) is _____

ZIP _____
4. The name of its previous registered agent is _____
5. The name of its successor registered agent is _____
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. The change was authorized by affirmative vote of a majority of the members of the limited liability company.

The statement shall be verified by one or more of its managers if manager-managed, or by any member if member-managed.

Date _____

(Signature)

(Title)

263 1861 06/28/2007

2007

ANNUAL REPORT

DOMESTIC L.L.C.

PLEASE TYPE OR USE BLACK INK

FILING FEE: \$50 ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

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



DL002255
DL002255 MAY/2006
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

Telephone # 605 348-1869
FAX # _____

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

FILE DATE 06/15/07
RECEIPT NO. 1686161
RECEIVED
JUN 15 2007
S.D. SEC. OF STATE

2. The state or country under whose law it is organized is: SOUTH DAKOTA

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

JOHN T. BELL 525 TEXAS ST. RAPID CITY, SD

4. The address of its principal office is: 525 TEXAS ST. RAPID CITY, SD 57701

5. The names and business addresses of any managers:

JOHN T. BELL
525 TEXAS ST. RAPID CITY, SD 57701

The information must be current as of the date the annual report is signed on behalf of the limited liability company. The annual report must be **signed** by a **manager** of a manager-managed company, or a **member** of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

Dated 06-14-07

John T. Bell
Signature

JOHN T. BELL
Printed Name

OWNER/MANAGER
Title

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

Revised 7/05 DBLLCAR.DOC

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

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

FILING FEE: \$10

The undersigned Limited Liability Company 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 limited liability company is _____
2. The previous address of its registered office _____

ZIP _____
3. The address to which the registered office is to be changed (including street address) is _____

ZIP _____
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. The change was authorized by affirmative vote of a majority of the members of the limited liability company.

The statement shall be verified by one or more of its managers if manager-managed, or by any member if member-managed.

Date _____

(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 _____
(limited liability company name)

Dated _____

(signature)

275 3612 05/08/2008

2008

ANNUAL REPORT

DOMESTIC L.L.C.

PLEASE TYPE OR USE BLACK INK

FILING FEE: \$50 ADDITIONAL PENALTY FEE OF \$50 APPLIES TO ALL LATE FILINGS

FILE DATE 05/01/08
RECEIPT NO. 179111
RECEIVED
APR 25 2008
S.D. SEC. OF STATE

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



DL002255
DL002255 MAY/2007
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

Telephone # (605) 348-1869
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 state or country under whose law it is organized is: SOUTH DAKOTA

3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:

JOHN T. BELL

525 TEXAS ST. RAPID CITY, SD 57701

4. The address of its principal office is: 525 TEXAS ST. RAPID CITY, SD 57701

5. The names and business addresses of any managers:

JOHN T. BELL
525 TEXAS STREET
RAPID CITY, SD 57701

The information must be current as of the date the annual report is signed on behalf of the limited liability company. The annual report must be **signed** by a **manager** of a manager-managed company, or a **member** of a member-managed company. It must state adjacent to the signature the name and capacity of the signer.

Dated 04/23/08

John T. Bell
Signature

JOHN T. BELL
Printed Name

MANAGER-PARTNER
Title

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

Revised 7/05 DBLLCAR.DOC

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

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

FILING FEE: \$10

The undersigned Limited Liability Company 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 limited liability company is _____
2. The previous address of its registered office _____

_____ ZIP _____
3. The address to which the registered office is to be changed (including street address) is _____

_____ ZIP _____
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. The change was authorized by affirmative vote of a majority of the members of the limited liability company.

The statement shall be verified by one or more of its managers if manager-managed, or by any member if member-managed.

Date _____

(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 _____
(limited liability company name)

Dated _____

(signature)

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

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



DL002255
DL002255 MAY/2008
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

FILE DATE 06/11/09
RECEIPT NO 1921412
RECEIVED
JUL 11 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.

525 TEXAS ST. RAPID CITY SD 57701
Street Address City State ZIP+4
525 TEXAS ST. RAPID CITY SD 57701
Mailing Address (Optional) City State ZIP+4

3. The name of the South Dakota Registered Agent

JOHN T. BELL
525 TEXAS ST. RAPID CITY SD 57701
Street Address (Required to be a South Dakota Address) City State ZIP+4
525 TEXAS ST. RAPID CITY SD 57701
Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

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.

JOHN T. BELL 525 TEXAS ST. RAPID CITY SD 57701
Manager Street Address City State ZIP+4

Manager Street Address City State ZIP+4

Manager Street Address City State ZIP+4

Dated 06-05-09

John T. Bell
(Signature of an Authorized Manager or Member)

JOHN T. BELL
(Printed Name)

OWNER/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	06/23/10
RECEIPT NO	2011501
RECEIVED	
JUN 23 2010	
S.D. SEC. OF STATE	

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



DL002255
DL002255 MAY/2009
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

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.

525 TEXAS ST.	RAPID CITY	SD	57701
Street Address	City	State	ZIP+4
525 TEXAS ST.	RAPID CITY	SD	57701
Mailing Address (Optional)	City	State	ZIP+4

3. The name of the South Dakota Registered Agent JOHN T. BELL

525 TEXAS ST.	RAPID CITY	SD	57701
Street Address (Required to be a South Dakota Address)	City	State	ZIP+4
525 TEXAS ST.	RAPID CITY	SD	57701
Mailing Address (Optional - Required to be a South Dakota Address)	City	State	ZIP+4

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.

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

Dated 06-22-10

John T Bell
(Signature of an Authorized Manager or Member)
JOHN T. BELL
(Printed Name)
OWNER, 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)

Statementofchangeentity July2008

321 3439 07/19/2011

2011

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

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



DL002255 MAY/2010
BELL AND JONES, LLC
BELL, JOHN T.
525 TEXAS ST
RAPID CITY SD 57701-2306

RECEIVED RECEIVED
JUN 29 2011 JUN 09 2011
S.D. SEC. OF STATE S.D. SEC. OF STATE

Telephone # _____

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.

1211 E. ST. CHARLES ST. RAPID CITY SD 57701
Street Address City State ZIP+4
525 TEXAS ST. RAPID CITY SD 57701
Mailing Address City State ZIP+4
Email Address _____

4. The name of the South Dakota Registered Agent BELL AND JONES LLC JOHN T. BELL
525 TEXAS ST. RAPID CITY SD 57701
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. If member-managed, do not complete. If manager-managed, please complete.

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 respect. Any violation is subject to a civil penalty.

Dated 06-08-11

John T. Bell
(Signature of an Authorized Person)

Email _____

JOHN T. BELL
(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 _____

2. The name of the registered agent on file _____
(Old Registered Agent)

The name of the successor registered agent _____
(New 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 (Old Registered Agent Address)

Street Address (Required)	City	State	ZIP+4
---------------------------	------	-------	-------

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

5. If the address has changed, list the new registered agent address

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 _____

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)

Email _____

(Printed Name)

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 9/6/2012

RECEIPT NO 62326

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

DL002255
BELL AND JONES, LLC
1211 E.ST.CHARLES ST.
RAPID CITY, SD 57701

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

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

1211 E.ST.CHARLES ST. RAPID CITY SD 57701

Street Address City State ZIP+4

525 TEXAS ST. RAPID CITY SD 57701

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: JOHN T. BELL

525 TEXAS ST RAPID CITY SD 57701-2306

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 09/06/2012

Signature Accepted Electronically

(Signature of an Authorized Person)

JOHN T BELL

(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 5/24/2013

RECEIPT NO 118630

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

DL002255
BELL AND JONES, LLC
1211 E ST CHARLES ST
RAPID CITY, SD 57701

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

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

1211 E ST CHARLES ST RAPID CITY SD 57701

Street Address City State ZIP+4

525 TEXAS ST

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: JOHN T. BELL

525 TEXAS ST RAPID CITY SD 57701-2306

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 05/24/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

JOHN T BELL

(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 5/30/2014

RECEIPT NO 205000

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

DL002255
BELL AND JONES, LLC
1211 E ST CHARLES STREET
RAPID CITY, SD 57701

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

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

1211 E ST CHARLES STREET RAPID CITY SD 57701

Street Address City State ZIP+4

252 TEXAS STREET RAPID CITY SD 57701

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: JOHN T. BELL

525 TEXAS ST RAPID CITY SD 57701-2306

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 05/30/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

SHIRLEY BELL

(Printed Name)

2015

Enter Filing Year

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

DOMESTIC LLC

Please Type or Print Clearly In Ink

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

FILE DATE 5/27/2015

RECEIPT NO 305244

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

DL002255
BELL AND JONES, LLC
1211 E ST CHARLES STREET
RAPID CITY, SD 57701

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: JOHN T. BELL

<u>525 TEXAS ST</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57701-2306</u>
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
<u>Mailing Address in This State, if Different from Street Address</u>	<u>City</u>	<u>State</u>	<u>ZIP+4</u>

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

New Agent Name: SHIRLEY BELL

<u>525 TEXAS ST</u>	<u>RAPID CITY</u>	<u>SD</u>	<u>57701</u>
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
<u>Mailing Address in This State, if Different from Street Address</u>	<u>City</u>	<u>State</u>	<u>ZIP+4</u>

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 05/27/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

SHIRLEY BELL

(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 5/27/2015

RECEIPT NO 305244

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

DL002255
BELL AND JONES, LLC
1211 E ST CHARLES STREET
RAPID CITY, SD 57701

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

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

1211 E ST CHARLES STREET	RAPID CITY	SD	57701
--------------------------	------------	----	-------

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

252 TEXAS STREET	RAPID CITY	SD	57701
------------------	------------	----	-------

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

4. The name of the South Dakota Registered Agent

Agent Name: SHIRLEY BELL

525 TEXAS ST	RAPID CITY	SD	57701
--------------	------------	----	-------

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

		SD	
--	--	----	--

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 05/27/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

SHIRLEY BELL

(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 6/17/2016

RECEIPT NO 426575

1. LLC ID and Name:

DL002255

Enter LLC ID

BELL AND JONES, 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).

1211 E ST CHARLES STREET	RAPID CITY	SD	57701
--------------------------	------------	----	-------

Actual Street Address or Rural Route Box Number

City

State

ZIP+4

525 TEXAS STREET	RAPID CITY	SD	57701
------------------	------------	----	-------

Mailing Address, if Different from Street Address

City

State

ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: SHIRLEY BELL

525 TEXAS ST	RAPID CITY	SD	57701
--------------	------------	----	-------

Actual Street Address or Rural Route Box Number in This State

City

State

ZIP+4

		SD	
--	--	----	--

Mailing Address in This State, if Different from Street Address

City

State

ZIP+4

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

☐

Manager

Actual Street Address

City

State

ZIP+4

☐

Manager

Actual Street Address

City

State

ZIP+4

☐

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 06/17/2016

Signature Accepted Electronically
(Signature of an Authorized Person)
SHIRLEY BELL
(Printed Name)

*By signing this form you agree to have both the fee and the form processed electronically. 6/17/2016 4:31:17 PM
A fee of up to \$40 will be assessed for returned payments.