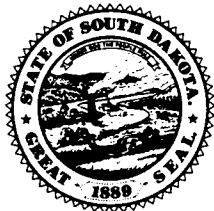


State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Organization

Domestic LLC

ORGANIZATIONAL ID# DL043161

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

AgVision Labs, LLC

duly signed and verified, have been received in this office and are found to conform to law.

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

IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the Great Seal of the
State of South Dakota, at Pierre,
the Capital, this 04/30/2015.



Shantel Krebs

Shantel Krebs
Secretary of State

4/30/2015 11:35:53 AM

Change ID: 1247039

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

ARTICLES OF ORGANIZATION DOMESTIC LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$150 payable to SECRETARY OF STATE

Filed this 30th day of
April 2015
Shantel Krebs

Telephone # _____
FAX # _____

SECRETARY OF STATE

Article I

The name of the company is AgVision Labs, LLC

The name must contain limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

Article II

The duration of the company if other than perpetual is Perpetual

Article III

The address of the initial designated office in or out of the State of South Dakota where the company conducts its business.

617 Pine Avenue North	Alpena	SD	57312
Street Address	City	State	ZIP+4
Mailing Address (Optional)	City	State	ZIP+4

Article IV

The South Dakota Registered Agent name Timothy G. Bottum

1718 North Sanborn Boulevard	Mitchell	SD	57301
Street Address or Rural Route Number in This State and	City	State	ZIP+4
PO Box 1025	Mitchell	SD	57301
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent.

Article V

The name and address of each organizer

Timothy G. Bottum	1718 North Sanborn Boulevard	Mitchell	SD	57301
Name	Street Address	City	State	ZIP+4
Name	Street Address	City	State	ZIP+4
Name	Street Address	City	State	ZIP+4
Name	Street Address	City	State	ZIP+4

Article VI

Check one:

- The company will be member managed.
 The company will be manager managed.

If this company is to be manager managed, please state the name and address of each initial manager.

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

Article VII

Whether one or more of the members of the company are to be liable for its debts and obligations as set forth under SDCL 47-34A-303 (c).


Article VIII

Any other provisions not inconsistent with law, which the members elect to set out in the articles of organization.

The Articles of Organization must be executed by the organizers.

Dated April 28, 2015

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.



(Signature of an organizer)

Timothy G. Bottum

(Printed Name)

Organizer/Attorney

(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

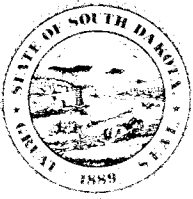
(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

(Title)



South Dakota Secretary of State
SHANTEL KREBS

Return To: MORGAN THEELER LLP/ TIMOTHY G BOTTUM
PO BOX 1025
MITCHELL, SD 57301

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 04/30/2015

Re: AgVision Labs, LLC (DL043161)
Articles of Organization

The documents on behalf of AgVision Labs, LLC have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$200.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
MORGAN THEELER LLP/ TIMOTHY G BOTTUM	PO BOX 1025 MITCHELL, SD 57301	\$200.00
Total:		\$200.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Articles of Organization	04/30/2015	1	298003	\$150.00
Expedited	04/30/2015	1	298003	\$50.00
Total:				\$200.00

Please note, an annual report is due to be filed with the Secretary of State's office every year. The annual report will be due during the month of organization starting next year. Annual reports may be filed online or by paper and can be found at: www.sdsos.gov/business-services, under "File an Annual Report."

2016

ANNUAL REPORT

FILE DATE 3/31/2016

Enter Filing Year

DOMESTIC LLC

RECEIPT NO 399294

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

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

1. LLC ID and Name:

DL043161

Enter LLC ID

AgVision Labs, 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).

617 PINE AVENUE NORTH ALPENA SD 57312
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: TIMOTHY G BOTTUM

1718 NORTH SANBORN BLVD MITCHELL SD 57301
Actual Street Address or Rural Route Box Number in This State City State ZIP+4

PO BOX 1025 MITCHELL SD 57301
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 03/31/2016

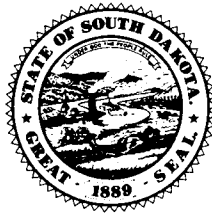
Signature Accepted Electronically

(Signature of an Authorized Person)

TIMOTHY G BOTTUM

(Printed Name)

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Amendment Domestic LLC

ORGANIZATIONAL ID# DL043161

I, **Shantel Krebs**, Secretary of State of the State of South Dakota, hereby certify that the Amendment to the Initial Filing of

'AgVision Labs, LLC', changing its name to 'Next Level Ag, LLC'

duly signed and verified, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Amendment and attach hereto a duplicate of the Amendment to the Initial Filing.

IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the Great Seal of the
State of South Dakota, at Pierre,
the Capital, this 08/08/2016.



Shantel Krebs

Shantel Krebs
Secretary of State

8/8/2016 3:53:51 PM
Change ID: 1361076

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

APPLICATION FOR AMENDED ARTICLES OF ORGANIZATION DOMESTIC LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Filed this 14th day of Aug 2016
Please submit one Original and one Photocopy
FILING FEE: \$60 payable to SECRETARY OF STATE

Shantel Krebs

SECRETARY OF STATE

RECEIVED
AUG 08 2016
S.D. SEC. OF STATE

Telephone # (605) 849-5227
FAX # (605) 849-3463

The Limited Liability Company named below, adopts the following Amended Articles of Organization pursuant to SDCL 47-34A-204.

1. The name of the company is AgVision Labs, LLC

Note: This must be the exact limited liability company name as currently on file.

2. The amended name is Next Level Ag, LLC

The name must include limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

3. The date of filing the articles of organization is 4/30/15

4. The amendment to the articles is:

We are requesting a name change to comply with an apparent trademark infringement for the word Agvision from a company in Iowa. We will make appropriate changes with Internal Revenue Service and our operating agreement for the new company name.

The application must be signed by a member if the company is a member-managed company or by a manager if it's a manager managed company.

Dated August 5, 2016

Jeffrey R. Kelsey
(Signature of an Authorized Manager or Member)

Jeffrey R. Kelsey
(Printed Name)

Member
(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.



South Dakota Secretary of State
SHANTEL KREBS

Return To: JEFFREY KELSEY
421 5TH ST S
ALPENA, SD 57312

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 08/08/2016

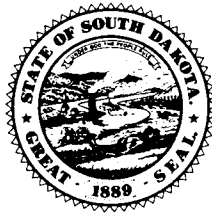
Re: Next Level Ag, LLC (DL043161)
Amendment

The documents on behalf of Next Level Ag, LLC have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$60.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
AG-VISION LABS LLC	617 PINE AVE N ALPENA, SD 57312	\$60.00
Total:		\$60.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Amendment	08/08/2016	1	443124	\$60.00
Total:				\$60.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Amendment Domestic LLC

ORGANIZATIONAL ID# DL043161

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IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the Great Seal of the
State of South Dakota, at Pierre,
the Capital, this 08/08/2016.



Shantel Krebs

Shantel Krebs
Secretary of State

8/8/2016 3:53:51 PM
Change ID: 1361076

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

APPLICATION FOR AMENDED ARTICLES OF ORGANIZATION DOMESTIC LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Filed this 14th day of Aug 2016
Please submit one Original and one Photocopy
FILING FEE: \$60 payable to SECRETARY OF STATE

Shantel Krebs

SECRETARY OF STATE

RECEIVED
AUG 08 2016
S.D. SEC. OF STATE

Telephone # (605) 849-5227
FAX # (605) 849-3463

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The application must be signed by a member if the company is a member-managed company or by a manager if it's a manager managed company.

Dated August 5, 2016

Jeffrey R. Kelsey
(Signature of an Authorized Manager or Member)

Jeffrey R. Kelsey
(Printed Name)

Member
(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.



South Dakota Secretary of State
SHANTEL KREBS

Return To: JEFFREY KELSEY
421 5TH ST S
ALPENA, SD 57312

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 08/08/2016

Re: Next Level Ag, LLC (DL043161)
Amendment

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Total:		\$60.00

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