



DL315028

B0396-3213 12/04/2025 9:38AM Rec'd by SD SOS

ARTICLES OF ORGANIZATION

DOMESTIC LIMITED LIABILITY COMPANY
SDCL 47-34A-203, 212

Secretary of State
500 E. Capitol Ave
Pierre, SD 57501-5070
(605) 773-4845

Please Type or Print Clearly in Ink
Please submit one Original
Make payable to the SECRETARY OF STATE

Filing Fee: \$150

Total Fee: \$150

Article I

The name of the Company: **Apex Waste Management, LLC**

Article II

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

Actual Street Address

**617 1ST STREET
SUITE A
SERGEANT BLUFF, IA 51054**

Mailing Address

**PO BOX 234
SERGEANT BLUFF, IA 51054**

Article III

SDCL 59-11-6

The South Dakota Registered Agent's Name:

South Dakota law permits the registered agent to be either (a) a noncommercial registered agent or (b) a commercial registered agent.

(b) The South Dakota Commercial Registered Agent's name & CRA#

CRA: **CORPORATION SERVICE COMPANY (0000003)**

Actual Street Address in this State

**503 S PIERRE ST
PIERRE, SD 57501-4522**

Mailing Address in this State

Article IV

The name and address of each organizer

Name

Address

Jared J. Miller

617 1st Street, Suite A, Sergeant Bluff, IA 51054

Article V

The duration of the company if other than perpetual is: **Perpetual**

If the document is not to be effective upon filing by the Secretary of State, the delayed effective date is: _____



Article VI

☐ Member-Managed ☒ Manager-Managed

Name	Address
Riley E. Isaacson	617 1st Street, Suite A, Sergeant Bluff, IA 51054
Jared J. Miller	617 1st Street, Suite A, Sergeant Bluff, IA 51054

Article VII

Beneficial Owners (optional): A beneficial owner is a person who has or in some manner controls an equity security. Please consult an attorney for legal advice if you have any questions concerning this entry. Any question under this heading is considered a request for legal advice and the secretary of state's office is, by statute, not permitted, to provide legal advice.

Article VIII

OPERATING AGREEMENT

The manner in which the company conducts its business and affairs, the duties and authority of its Managers, and the rights and obligations of its Members, to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members of the company. Said Operating Agreement may, from time to time, be amended in accordance with the provisions contained therein. No Member or Manager shall have the right to bind the company other than as set forth in the Operating Agreement.

Article IX

LIMITATION OF LIABILITY

The Managers of this company shall not be personally liable to the company or its Members for monetary damages for breach of fiduciary duty, except for liability (i) for any breach of duty of loyalty to the company or its Members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (iii) for a transaction from which the Manager derived an improper personal benefit or a wrongful distribution.

If the South Dakota Limited Liability Company Act or other applicable law is hereafter amended to authorize the additional or further elimination of or limitation on the liability of managers, then the liability of a manager of the company, in addition to the elimination of and limitation on personal liability provided herein, shall be eliminated and limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article, the South Dakota Limited Liability Company Act or other applicable law shall be prospective only and shall not adversely affect any elimination of or limitation on the personal liability or any other right or protection of a manager of the company with respect to any state of facts existing at or prior to the time of such repeal or modification. If the South Dakota Limited Liability Company Act or other applicable law is hereafter amended to authorize the additional or further elimination of or limitation on the liability of managers, then the liability of a manager of the company, in addition to the elimination of and limitation on personal liability provided herein, shall be eliminated and limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article, the South Dakota Limited Liability Company Act or other applicable law shall be prospective only and shall not adversely affect any elimination of or limitation on the personal liability or any other right or protection of a manager of the company with respect to any state of facts existing at or prior to the time of such repeal or modification.

Signature/Authorization

The Articles of Organization must be executed by the organizers.

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a criminal penalty (SDCL 22-39-36).



Jared J. Miller

PRINTED NAME

Jared J. Miller

SIGNATURE

Organizer

TITLE

12/04/2025

DATED

B0396-3215 12/04/2025 9:38AM Rec'd by SD SOS

State of South Dakota

Office of the Secretary of State

Certificate of Organization

Domestic Limited Liability Company

I, **Monae L. Johnson**, Secretary of State of the State of South Dakota, hereby certify that the ARTICLES OF ORGANIZATION for

Apex Waste Management, LLC

BUSINESS ID# DL315028

with an effective date of: December 4, 2025, duly signed and verified, SDCL 47-34A-203, 212 has been received in this office and is 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 caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, December 4, 2025.

A handwritten signature in cursive script that reads "Monae L. Johnson".

Monae L. Johnson
Secretary of State

12/04/2025 9:38 AM