

390 4357

Receipt Number: 34406

File Number DL028946



ARTICLES_OF_ORGANIZATION

For

FOREST CITY OUTDOORS, LLC

Filed at the request of:

CRAIG E SMITH
NEUMAYR & SMITH
PO BOX 205
GETTYSBURG SD 57442

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

Filed in the office of the Secretary of State on: **Thursday, July 26, 2012**


Secretary of State

Fee Received: \$150.00

390 4358 07/27/2012

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

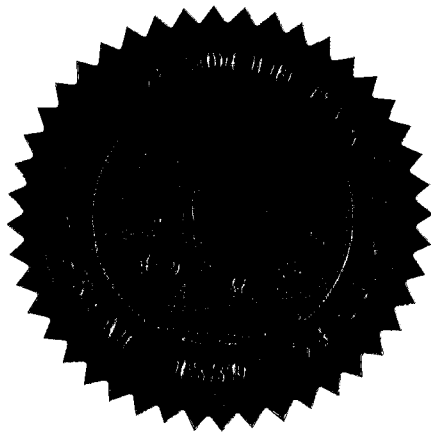
Certificate of Organization Limited Liability Company

ORGANIZATIONAL ID #: DL028946

I, Jason M. Gant, Secretary of State of the State of South Dakota, hereby certify that the Articles of Organization of **FOREST CITY OUTDOORS, LLC** duly signed and verified, pursuant to the provisions of the South Dakota Limited Liability Company Act, 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 caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this July 26, 2012.



Jason M. Gant
Secretary of State

390 4359

Filed this 26th day of July, 2012
John J. Sand
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION
OF
FOREST CITY OUTDOORS, LLC**

**RECEIVED
JUL 26 2012
S.D. SEC. OF STATE**

We do hereby adopt the following Articles of Organization pursuant to the South Dakota Limited Liability Company Act, South Dakota Statutes Chapter 47-34A:

I. NAME

The name of the limited liability company shall be Forest City Outdoors, LLC (hereinafter the "Company").

II. DESIGNATED OFFICE

The Company's initial designated office in South Dakota will be:

29618 E. Whitlock Road
Gettysburg, South Dakota 57442

III. REGISTERED AGENT

The name and address of its registered agent for service of process in South Dakota will be:

Theodore Holzwarth
29618 E. Whitlock Road
Gettysburg, South Dakota 57442

IV. ORGANIZERS

The names and addresses of the organizers are:

<u>Name</u>	<u>Address</u>
Theodore Holzwarth	29618 E. Whitlock Road Gettysburg, South Dakota 57442
Ralph Holzwarth	16332 SD Hwy 1804 Gettysburg, South Dakota 57442

V. MANAGEMENT

The company is to be Member managed. The initial managers are:

<u>Name</u>	<u>Address</u>
Theodore Holzwarth	29618 E. Whitlock Road Gettysburg, South Dakota 57442
Ralph Holzwarth	16332 SD Hwy 1804 Gettysburg, South Dakota 57442

VI. DEBTS AND OBLIGATIONS

None of the members of the company are to be liable for its debts and obligations under SDCL 47-34A-303(c).

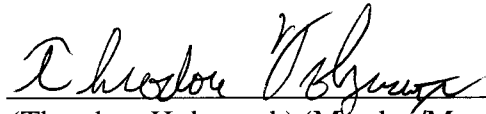
VII. DURATION

The duration of the Company shall be perpetual.

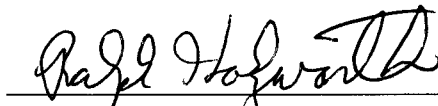
VIII. INDEMNIFICATION

The Company shall indemnify and hold harmless all of its Members and Managers to the fullest extent permitted by South Dakota law. Not in limitation of the foregoing, the Company shall indemnify Members and Managers for their own negligence in conducting the affairs of the Company so long as the indemnified party acted in good faith and in the belief that the conduct was in the best interests of the Company.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization on July 25, 2012.



(Theodore Holzwarth) (Member/Manager)



(Ralph Holzwarth) (Member/Manager)

2013 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	2/18/2015
RECEIPT NO	273876

1. L.L.C. ID and Name:
DL028946
FOREST CITY OUTDOORS, LLC
29618 E WHITLOCK ROAD
GETTYSBURG, SD 57442-8224

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: THEODORE HOLZWARTH

<u>29618 E WHITLOCK ROAD</u>	<u>GETTYSBURG</u>	<u>SD</u>	<u>57442-8224</u>
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

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

New Agent Name: CRAIG E. SMITH

<u>105 N. EXENE STREET</u>	<u>GETTYSBURG</u>	<u>SD</u>	<u>57442</u>
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
<u>PO BOX 205</u>	<u>GETTYSBURG</u>	<u>SD</u>	<u>57442</u>
Mailing Address in This State, if Different from 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 02/18/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

CRAIG E. SMITH - ATTORNEY

(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 DATE 2/18/2015

RECEIPT NO 273876

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

DL028946
FOREST CITY OUTDOORS, LLC
29618 E WHITLOCK ROAD
GETTYSBURG, SD 57442-8224

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

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

29618 E WHITLOCK ROAD GETTYSBURG SD 57442-8224
Street Address City State ZIP+4

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CRAIG E. SMITH

105 N. EXENE STREET GETTYSBURG SD 57442
Street Address or Rural Route Box Number in This State and City State ZIP+4

PO BOX 205 GETTYSBURG SD 57442
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.

<input type="checkbox"/>	Manager	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Manager	Street Address	City	State	ZIP+4
<input type="checkbox"/>	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 02/18/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

CRAIG E. SMITH - ATTORNEY

(Printed Name)

2014

Enter Filing Year

ANNUAL REPORT

FILE DATE 2/18/2015

RECEIPT NO 273895

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

1. L.L.C. ID and Name:
DL028946
FOREST CITY OUTDOORS, LLC
29618 E WHITLOCK ROAD
GETTYSBURG, SD 57442-8224

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

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

29618 E WHITLOCK ROAD GETTYSBURG SD 57442-8224
Street Address City State ZIP+4

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CRAIG E. SMITH

105 N. EXENE STREET GETTYSBURG SD 57442

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

PO BOX 205 GETTYSBURG SD 57442

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 02/18/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

CRAIG E. SMITH - ATTORNEY

(Printed Name)

2015

Enter Filing Year

ANNUAL REPORT

FILE DATE 5/29/2015

RECEIPT NO 306214

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

1. L.L.C. ID and Name:
DL028946
FOREST CITY OUTDOORS, LLC
29618 E WHITLOCK ROAD
GETTYSBURG, SD 57442-8224

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

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

29618 E WHITLOCK ROAD GETTYSBURG SD 57442-8224
Street Address City State ZIP+4

Mailing Address City State ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CRAIG E. SMITH

105 N. EXENE STREET GETTYSBURG SD 57442

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

PO BOX 205 GETTYSBURG SD 57442

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 05/29/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

CRAIG E SMITH-ATTORNEY

(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 5/25/2016

RECEIPT NO 419888

1. LLC ID and Name:

DL028946

Enter LLC ID

FOREST CITY OUTDOORS, 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).

29618 E WHITLOCK ROAD	GETTYSBURG	SD	57442-8224
Actual Street Address or Rural Route Box Number	City	State	ZIP+4

Mailing Address, if Different from Street Address	City	State	ZIP+4
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4. The name of the South Dakota Registered Agent

Agent Name: CRAIG E. SMITH

105 N. EXENE STREET	GETTYSBURG	SD	57442
Actual Street Address or Rural Route Box Number in This State	City	State	ZIP+4

PO BOX 205	GETTYSBURG	SD	57442
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.

<input type="checkbox"/>	Manager	Actual Street Address	City	State	ZIP+4
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<input type="checkbox"/>	Manager	Actual Street Address	City	State	ZIP+4
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<input type="checkbox"/>	Manager	Actual Street Address	City	State	ZIP+4
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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

Signature Accepted Electronically

(Signature of an Authorized Person)
CRAIG E SMITH-ATTORNEY

(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.

5/25/2016 8:47:26 AM