

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Domestic Business

ORGANIZATIONAL ID# DB059203

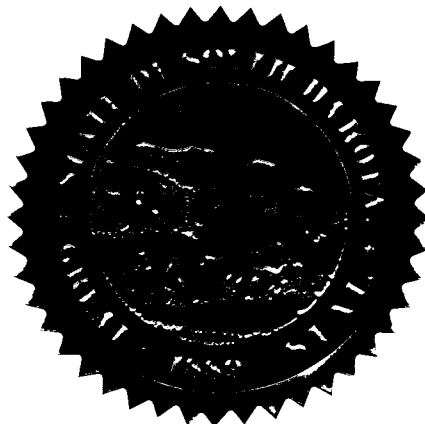
I, **Jason Gant**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of

V&L Manufacturing inc.

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 Incorporation and attach hereto a duplicate of the Articles of Incorporation.

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 06/25/2014.



Jason M. Gant
Secretary of State

6/27/2014 12:59:12 PM
Change ID: 1180352

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

ARTICLES OF INCORPORATION DOMESTIC BUSINESS CORPORATION

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$150 payable to SECRETARY OF STATE

RECEIVED

JUN 25 2014

S.D. SEC. OF STATE

Filed this 25th day of June, 2014
John Sanford
SECRETARY OF STATE

Telephone # (605) 201-5611

FAX #

Required Articles

Article I

The name of the corporation is V&L Manufacturing inc.

Note: The name must include the term corporation, incorporated, company, limited or the applicable abbreviation.

Article II

The number of shares the corporation is authorized to issue 10,000

Article III

The address of the principal executive office in or out of the State of South Dakota.

27062 Katie Rd Suite "F" Tea SD 57064
Street Address City State ZIP+4

27062 Katie Rd Suite "F" Tea SD 57064
Mailing Address (Optional) City State ZIP+4

Article IV

The South Dakota Registered Agent name Case Babcock

1604 S. Kinderhook Ave Sioux Falls SD 57106
Street Address or Rural Route Box Number in This State and City State ZIP+4

7062 Katie Rd Suite "F" Tea SD 57064
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

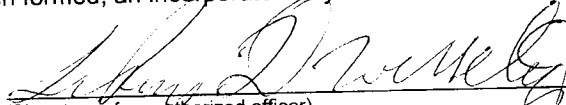
The name and address of each incorporator (one or more persons – person includes an individual or entity)

LeRay Wesselig	PO Box 63	Worthing	<input checked="" type="checkbox"/> Sd	<input checked="" type="checkbox"/> 57077
Incorporator	Street Address	City	State	ZIP+4
Case Babcock	1604 S. Kinderhook	Sioux Falls	<input checked="" type="checkbox"/> SD	<input checked="" type="checkbox"/> 57106
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4

This document must be executed by the chair of the board of directors, by its president, or by another of its officers. If directors have not been selected or the corporation has not been formed, an incorporator may execute the document.

Dated 6-12-14

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 authorized officer)
 LeRay Wesselig

 (Printed Name)
 President

 (Title)

Optional Provisions

Any of the optional articles may be added by attachment.

The names and addresses of the individuals who are to serve as the initial directors

- (1) Provisions not inconsistent with law regarding:
 - (a) The purpose or purposes for which the corporation is organized;
 - (b) Managing the business and regulating the affairs of the corporation;
 - (c) Defining, limiting, and regulating the powers of the corporation, its board of directors and shareholders;
 - (d) A par value for authorized shares or classes of shares; and
 - (e) The imposition of personal liability on shareholders for the debts of the corporation to a specified extent and upon specified conditions;
- (2) Any provision that under this chapter is required or permitted to be set forth in the bylaws;
- (3) A provision eliminating or limiting the liability of a director to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for the amount of a financial benefit received by a director to which the director is not entitled; an intentional infliction of harm on the corporation or the shareholders; a violation of SDCL 47-1A-833; or an intentional violation of criminal law;
- (4) A provision permitting or making obligatory indemnification of a director for liability, as defined in subdivision 47-1A-850(5), to any person for any action taken, or any failure to take any action, as a director, except liability for receipt of a financial benefit to which the director is not entitled; an intentional infliction of harm on the corporation or its shareholders; a violation of 47-1A-833.1; or an intentional violation of criminal law; and
- (5) Any provision limited or denying preemptive rights to acquire additional or treasury shares of the corporation.



Secretary of State

Jason M. Gant

State Capitol | 500 E. Capitol Ave. | Pierre, South Dakota 57501 | sdsos@state.sd.us | sdsos.gov

Return To: V & L MANUFACTURING
27062 KATIE RD STE F
TEA, SD 57064

From: Secretary of State Jason M. Gant
Corporations Division

Filing Date: 06/25/2014

Re: V&L Manufacturing inc. (DB059203)
Articles of Incorporation

The documents on behalf of V&L Manufacturing inc. have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$150.00. Below is a summary of the transaction.

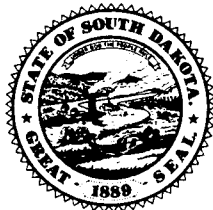
Remitter	Address	Amount Paid
LERAY WESSELING	107 JESSICA ST WORTHING, SD 57077	\$150.00
Total:		\$150.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Articles of Incorporation	06/27/2014	1	212585	\$150.00
Total:				\$150.00

Administration	Corporations	Uniform Commercial Code
Tel: (605) 773-3537	Tel: (605) 773-4845	Tel: (605) 773-3537
Fax: (605) 773-6580	Fax: (605) 773-4550	Fax: (605) 773-6580



State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Restated Domestic Business

ORGANIZATIONAL ID# DB059203

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

'V&L Manufacturing inc.', changing its name to 'V&L Manufacturing, Inc.'

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 Restated and attach hereto a duplicate of the Restated Articles.



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 05/11/2015.

Shantel Krebs

Shantel Krebs
Secretary of State

6/2/2015 1:37:40 PM
Change ID: 1254168

Filed this 11 day of
May 2015
Shantel Krebs
SECRETARY OF STATE

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
V&L MANUFACTURING, INC.

RECEIVED
MAY 11 2015
S.D. SEC. OF STATE

Pursuant to SDCL § 47-1A-1007, these Amended and Restated Articles of Incorporation of V&L Manufacturing, Inc., a South Dakota corporation, were approved by the Directors and Shareholders as required by the South Dakota Business Corporation Act.

Article 1 - Corporate Name

The name of the corporation is V&L Manufacturing, Inc.

Article 2 - Shares

The corporation is authorized to issue 100,000 shares of common stock. All of the shares will be voting shares.

Article 3 - Address of Principal Office

The address of the principal executive office is:

27116 Grummand Avenue
Tea, South Dakota 57064

Article 4 - Registered Agent

The address of the corporation's registered office and the name and address of its registered agent is:

Case Babcock
27116 Grummand Avenue
Tea, South Dakota 57064

Article 5 - Limited Liability

Directors of the Corporation will not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for the amount of a financial benefit received by a director to which the director is not entitled, an intentional infliction of harm on the Corporation or the shareholders, a violation of SDCL § 47-1A-833, or an intentional violation of criminal law.

{01807748.1}

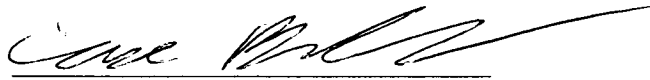
Amended and Restated Articles of Incorporation
V&L Manufacturing, Inc.

Article 6 – Indemnification

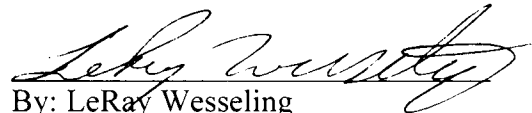
The Corporation will be obligated to indemnify a director for liability, as defined in SDCL § 47-1A-850(5), to any person for any action taken, or any failure to take any action, as a director, except liability for receipt of a financial benefit to which the director is not entitled, an intentional infliction of harm on the Corporation or its shareholders, a violation of SDCL § 47-1A-833.1, or an intentional violation of criminal law.

Dated this 8th day of May, 2015.

V&L MANUFACTURING, INC.



By: Case Babcock
Its: Director



By: LeRay Wesseling
Its: Director

{01807748.1}



South Dakota Secretary of State
SHANTEL KREBS

Return To: WOODS FULLER SHULTZ & SMITH P.C.
PO BOX 5027
SIOUX FALLS, SD 57117-5027

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 05/11/2015

Re: V&L Manufacturing, Inc. (DB059203)
Restated Articles

The documents on behalf of V&L Manufacturing, Inc. 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.

<u>Remitter</u>	<u>Address</u>	<u>Amount Paid</u>
WOODS FULLER SHULTZ & SMITH P.C.	PO BOX 5027 SIOUX FALLS, SD 57117-5027	\$60.00
Total:		\$60.00

<u>Description</u>	<u>Invoice Date</u>	<u>Qty</u>	<u>Receipt #</u>	<u>Subtotal</u>
Restated Articles	06/02/2015	1	307319	\$60.00
Total:				\$60.00

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."

2015

ANNUAL REPORT

FILE DATE 7/22/2015

Enter Filing Year

DOMESTIC

RECEIPT NO 321266

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

SDCL 47-27-18, 59-11-24

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

DB059203

V&L Manufacturing, Inc.

Telephone #

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

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

27116 GRUMMAND AVENUE TEA SD 57064
Actual Street Address or Rural Route Box Number City State ZIP+4
1604 S Kin
Mailing Address, if Different from Street Address City State ZIP+4
Email Address (Optional)

4. The name of the South Dakota Registered Agent

Agent Name: CASE BABCOCK

27116 GRUMMAND AVENUE TEA SD 57064
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
Email Address (Optional)

5. The names and addresses of its principal officers and directors. Please place a checkmark next to the name if the principal officer serves as a director. South Dakota Law requires at least one director.

CASEY RYAN BABCOCK 1604 S. KINDERHOOK SIOUX FALLS SD 57106
President Actual Street Address City State ZIP+4
LERAY DEAN WESSELING 27116 GRUMMAND AVE TEA SD 57064
Vice President Actual Street Address City State ZIP+4
CASEY RYAN BABCOCK 1604 S. KINDERHOOK SIOUX FALLS SD 57106
Secretary Actual Street Address City State ZIP+4
CASEY RYAN BABCOCK 1604 S. KINDERHOOK SIOUX FALLS SD 57106
Treasurer Actual Street Address City State ZIP+4

<input type="checkbox"/>	CASEY RYAN BABCOCK	1604 S. KINDERHOOK	SIOUX FALLS	SD	57106
Director		Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	LERAY DEAN WESSELING	27116 GRUMMAND AVE	TEA	SD	57064
Director		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.

Dated

Email _____
(Optional)

Signature Accepted Electronically _____

(Signature of an Authorized Person)

CASEY R BABCOCK _____

(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.

7/22/2015 11:17:16 AM

2016

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

ANNUAL REPORT
 DOMESTIC CORPORATION

SDCL 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 10/6/2016

RECEIPT NO 462443

1. Corporate ID and Name:

DB059203

Enter Corporate ID

V&L Manufacturing, Inc.

Enter Corporate Name

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

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

27116 GRUMMAND AVENUE

TEA

SD

57064

Actual Street Address or Rural Route Box Number

City

State

ZIP+4

1604 S Kin

Mailing Address, if Different from Street Address

City

State

ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CASE BABCOCK

27116 GRUMMAND AVENUE

TEA

SD

57064

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.

<input type="checkbox"/>	CASEY RYAN BABCOCK	1604 S. KINDERHOOK	SIoux FALLS	SD	57106
	President	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	LERAY DEAN WESSELING	27116 GRUMMAND AVE	TEA	SD	57064
	Vice President	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	CASEY RYAN BABCOCK	1604 S. KINDERHOOK	SIoux FALLS	SD	57106
	Secretary	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	CASEY RYAN BABCOCK	1604 S. KINDERHOOK	SIoux FALLS	SD	57106
	Treasurer	Actual Street Address	City	State	ZIP+4

<input type="checkbox"/>	CASEY RYAN BABCOCK	1604 S. KINDERHOOK	SIoux FALLS	SD	57106
	Director	Actual Street Address	City	State	ZIP+4



LERAY DEAN WESSELING

27116 GRUMMAND AVE

TEA

SD

57064

Director

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

Signature Accepted Electronically

(Signature of an Authorized Person)

CASEY R BABCOCK

(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.

10/6/2016 3:01:28 PM