

368 1180 06/03/2009

Receipt Number: 1915274

File Number **DB053166**



**ARTICLES\_OF\_AMENDMENT**

For

**SDRC, INC.**

Filed at the request of:

JEFFREY T SVEEN  
SIEGEL BARNETT & SCHUTZ LLP  
415 S MAIN ST 400 CAPITOL BUILDING  
PO BOX 490  
ABERDEEN SD 57402

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

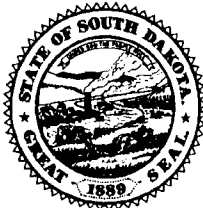
Filed in the office of the Secretary of State on: **Monday, June 01, 2009**



Secretary of State

Fee Received: \$50.00

# State of South Dakota



## OFFICE OF THE SECRETARY OF STATE

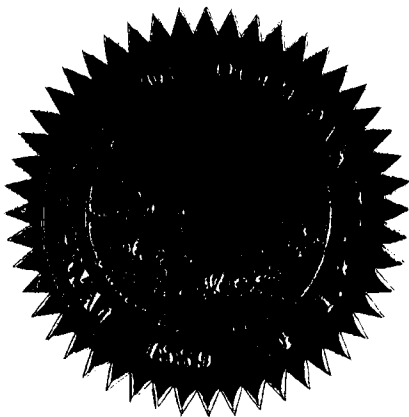
### Certificate of Amendment

ORGANIZATIONAL ID #: DB053166

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Articles of Amendment to the Articles of Incorporation of **SDRC, INC.** duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, 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 to the Articles of Incorporation and attach hereto a duplicate of the Articles of Amendment.

**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 June 1, 2009.



*Chris Nelson*

Chris Nelson  
Secretary of State

368 1182 06/03/2009

Filed this 14 day of June, 2009  
*Chris Nelson*  
SECRETARY OF STATE

AMENDED ARTICLES OF INCORPORATION  
OF  
SDRC, INC.

RECEIVED  
JUN 01 2009  
S.D. SEC. OF STATE

KNOWN ALL MEN BY THESE PRESENTS that I the undersigned, Joop Bollen, for myself and my successor, for the purpose of forming a corporation under and by virtue of the laws of the State of South Dakota, do hereby adopt the following Amended Articles of Incorporation.

I.

The name of the corporation shall be SDRC, Inc.

II.

The purpose for which this organization is to primarily engage in assisting foreign investment in South Dakota and any other purpose not prohibited by State law.

III.

The principal place of business of this Corporation shall be 1201 North Main Street, Aberdeen, South Dakota 57401.

IV.

The Corporation shall commence on the day that the Certificate of Incorporation is granted by the Secretary of State of the State of South Dakota, and shall continue thereafter perpetually or until such time as it shall be dissolved, as provided by the Bylaws of the Corporation or the laws of the State of South Dakota. The Corporation will not commence business until consideration of the value of at least \$1,000 has been received for the issuance of shares of stock in such Corporation.

V.

The address of the registered office of the Corporation shall be 1201 North Main Street, Aberdeen, South Dakota 57401, and the name of its registered agent at such address shall be Joop Bollen. The street address is 1201 North Main Street, Aberdeen, South Dakota 57401.

VI.

The number of directors of this Corporation shall be not less than one (1) nor more than five (5), as shall be determined from time to time by the Bylaws of the Corporation, and the names and residences of the incorporator is listed below, which incorporator or incorporators shall serve as the initial director or directors of the Corporation until the election of his successor:

*DBO 5/21/06*

Joop Bollen

1201 North Main Street  
Aberdeen, South Dakota 57401

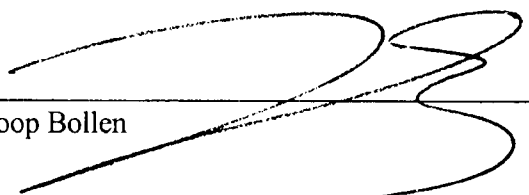
VII.

The amount of capital stock of this Corporation shall be 1,000,000 shares of common stock, with a par value of \$1.00 per share, fully paid and nonassessable. No stockholder shall be liable for the debts of the Corporation for any amount greater than his unpaid subscription.

VIII.

That none of the authorized common stock of the Corporation has been issued and it is the intent of the Board of Directors and incorporators that only stock that can qualify under the United States Internal Revenue Code, as Section 1244 stock, may be issued during the applicable period; and the Board of Directors shall have limited authority to issue, prior to one year after the date of these Articles of Incorporation, the maximum common stock of the Corporation for the maximum amount of 1,000,000 shares of \$1.00 par value per share. During such period, the common stock of the Corporation must only be issued in return for money or other property transferred to the Corporation by the purchaser. During the period of one year from and after the date of these Articles of Incorporation, the Board of Directors shall not have the authority to issue any type of stock which would not qualify under §1244 of the Internal Revenue Code and acts amendatory thereto, or which in any way would jeopardize the Section 1244 status of the common stock previously issued pursuant thereto.


Dated this 28<sup>th</sup> day of May, 2009.

  
\_\_\_\_\_  
Joop Bollen

STATE OF SOUTH DAKOTA     )  
  )ss.  
COUNTY OF BROWN         )

On this, the 28<sup>th</sup> day of May, 2009, before me, the undersigned officer, personally appeared Joop Bollen, known to me 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.

  
\_\_\_\_\_  
Notary Public, South Dakota  
My Commission Expires: 09-09-2011

(Notarial Seal)