

# State of South Dakota



## OFFICE OF THE SECRETARY OF STATE

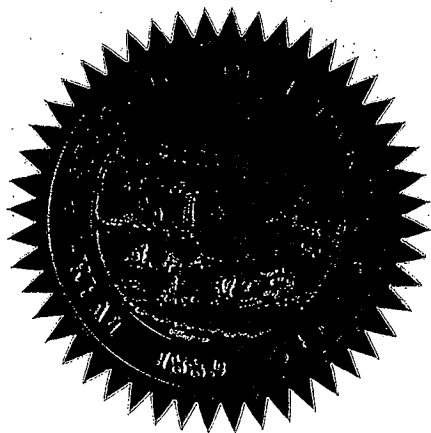
### Certificate of Organization Limited Liability Company

ORGANIZATIONAL ID #: DL014516

I, Chris Nelson, Secretary of State of the State of South Dakota, hereby certify that the Articles of Organization of **SEVEN PILLARS, L.L.C.** 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 affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this August 22, 2007.



*Chris Nelson*  
Chris Nelson  
Secretary of State

SECRETARY OF STATE  
STATE CAPITOL  
500 E. CAPITOL AVE.  
PIERRE, S.D. 57501  
605-773-7144

ARTICLES OF ORGANIZATION  
OF A  
DOMESTIC LIMITED LIABILITY COMPANY

*Filed this 23rd day of July, 2007*

- 1. The name of the Limited Liability Company is: Seven Pillars, L.L.C.
- 2. The duration of the Company if other than perpetual is: \_\_\_\_\_
- 3. The address of the initial designated office is: 517 7th Street, Rapid City, South Dakota, 57701
- 4. The name and street address of the initial agent for service of process is: 517 7th Street, Rapid City, South Dakota, 57701  
Kenneth L Anderson

SECRETARY OF STATE

- 5. The name and address of each organizer:
 

Kenneth L. Anderson 126 Ray Ann Ct. Rapid City, SD 57702	Ray Bettmeng 4778 Ridgecrest Ct Rapid City, SD 57702	Curt Huus 5645 Bing Drive Rapid City, SD 57702	Timothy Roach 3902 Doral Drive Rapid City, SD 57702	Robert Rothermel 3201 Tomahawk Dr Rapid City, SD 57702	R. Fred Thurston 1127 Woodridge Drive Rapid City, SD 57701	Bryan S. Vulcan 13395 Olde Orchard Rd. Rapid City, SD 57702
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- 6. If the company is to be a manager-managed company rather than a member-managed company, the name and address of each initial manager is:  
Kenneth L. Anderson  
126 Ray Ann Ct.  
Rapid City, SD 57702

7. Whether one or more of the members of the company are to be liable for its debts and obligations under SDCL 47-34A-303 (c).  
No.

8. Any other provisions not inconsistent with law, which the members elect to set out in the articles of organization.  
No.

The Articles of Organization must be signed by the organizers and must state adjacent to the signature the name and capacity of the signer.

Date 7/23/07

Curt H. member  
Ray Bettmeng member  
by [Signature] member

[Signature] member  
[Signature] member  
[Signature] member

[Signature] Manager/Member  
[Signature] Member  
[Signature] member

The Consent of Appointment below must be signed by the registered agent.

**CONSENT OF APPOINTMENT BY THE REGISTERED AGENT**

I, Kenneth L. Anderson, hereby give my consent to serve as the  
(name of registered agent)

registered agent for Seven Pillars LLC  
(limited liability company name)

Dated 7/23/07 [Signature]  
(signature)

FILING INSTRUCTIONS:  
One or more persons may organize a Limited Liability Company  
One original and one exact or conformed copy must be submitted  
FILING FEE \$125

**U.S. Return of Partnership Income**

OMB No. 1545-0099

For calendar year 2008, or tax year beginning \_\_\_\_\_, ending \_\_\_\_\_

**2008**

▶ See separate instructions.

<b>A</b> Principal business activity <b>REAL ESTATE</b>	Use the IRS label.	Name of partnership <b>SEVEN PILLARS, LLC</b>	<b>D</b> Employer identification number <b>26-0971498</b>
<b>B</b> Principal product or service <b>REAL ESTATE</b>		Number, street, and room or suite no. If a P.O. box, see the instructions. <b>517 7TH STREET</b>	<b>E</b> Date business started <b>8/22/2007</b>
<b>C</b> Business code number <b>531390</b>	Other-wise, print or type.	City or town, state, and ZIP code <b>RAPID CITY SD 57701</b>	<b>F</b> Total assets (see the instructions) <b>\$ 23,752</b>

**G** Check applicable boxes: (1)  Initial return (2)  Final return (3)  Name change (4)  Address change (5)  Amended return  
 (6)  Technical termination - also check (1) or (2)

**H** Check accounting method: (1)  Cash (2)  Accrual (3)  Other (specify) ▶ \_\_\_\_\_

**I** Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ \_\_\_\_\_ **7**

**J** Check if Schedule M-3 attached

**Caution.** Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

	1a	1b	1c
<b>Income</b>			
1a Gross receipts or sales			
b Less returns and allowances			
2 Cost of goods sold (Schedule A, line 8)			2
3 Gross profit. Subtract line 2 from line 1c			3
4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)	SEE STATEMENT 1		4 -14,873
5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)	SEE STATEMENT 2		7 397
8 Total income (loss). Combine lines 3 through 7			8 -14,476
<b>Deductions (see the instructions for details)</b>			
9 Salaries and wages (other than to partners) (less employment credits)			9
10 Guaranteed payments to partners			10
11 Repairs and maintenance			11
12 Bad debts			12
13 Rent			13
14 Taxes and licenses			14
15 Interest			15
16a Depreciation (if required, attach Form 4562)	16a		
b Less depreciation reported on Schedule A and elsewhere on return	16b		16c
17 Depletion (Do not deduct oil and gas depletion.)			17
18 Retirement plans, etc.			18
19 Employee benefit programs			19
20 Other deductions (attach statement)	SEE STATEMENT 3		20 394
21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21 394
22 Ordinary business income (loss). Subtract line 21 from line 8			22 -14,870

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature of general partner or limited liability company member manager: **KETEL THORSTENSON, LLP, CPA'S**  
 810 QUINCY ST. RAPID CITY, SD 57701

Date: \_\_\_\_\_

Check if self-employed

Preparer's SSN or PTIN: **P00179985**

**Paid Preparer's Use Only**

Firm's name (or yours if self-employed), address, and ZIP code: **KETEL THORSTENSON, LLP**  
**PO BOX 3140**  
**RAPID CITY, SD 57709-3140**

EIN: **46-0257538**

Phone no.: **605-342-5630**

May the IRS discuss this return with the preparer shown below (see instructions)?  Yes  No

For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.

Form **1065** (2008)

0-09, 1490  
Statement 6 - Form 1065, Schedule L, Line 8 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
INVEST-SKYLINES PINES, LLLP	\$ 50,000	\$ 50,000
LESS 2007 LOSS PASSTHROUGH	-11,673	-11,673
LESS 2008 LOSS PASSTHROUGH		-14,873
TOTAL	<u>\$ 38,327</u>	<u>\$ 23,454</u>

1065

U.S. Return of Partnership Income

OMB No. 1545-0099

For calendar year 2007, or tax year beginning 8/22/07, ending 12/31/07

2007

Department of the Treasury Internal Revenue Service

See separate instructions.

Form 1065 header section with fields for Principal business activity (REAL ESTATE), Name of partnership (SEVEN PILLARS, LLC), Employer identification number (26-0971498), Principal product or service (REAL ESTATE), Address (517 7TH STREET), City (RAPID CITY, SD 57701), Date business started (8/22/2007), Business code number (531390), and Total assets (\$38,622).

Check applicable boxes section for Initial return, Final return, Name change, Address change, Amended return, Accounting method (Cash), and Number of Schedules K-1 (7).

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Table with 22 rows for Income and Deductions. Line 4: Ordinary income (loss) from other partnerships, estates, and trusts (attach statement) SEE STATEMENT 1 -11,673. Line 8: Total income (loss). Combine lines 3 through 7 -11,673. Line 20: Other deductions (attach statement) SEE STATEMENT 2 205. Line 21: Total deductions. Add the amounts shown in the far right column for lines 9 through 20 205. Line 22: Ordinary business income (loss). Subtract line 21 from line 8 -11,878.

Sign Here section with declaration text, signature of general partner (KETEL THORSTENSON, LLP, CPA'S), date (7/10/08), and a box for 'May the IRS discuss this return with the preparer shown below (see instructions)?' with Yes checked.

Paid Preparer's Use Only section with fields for Preparer's signature, Date (7/10/08), Check if self-employed, Preparer's SSN or PTIN (P00179985), Firm's name (KETEL THORSTENSON, LLP), EIN (46-0257538), address (PO BOX 3140, RAPID CITY, SD), and Phone no. (57709-3140, 605-342-5630).

For Privacy Act and Paperwork Reduction Act Notice, see separate instructions. Form 1065 (2007)

Statement 3 - Form 1065, Schedule L, Line 8 - Other Investments

Description	Beginning of Year	End of Year
INVEST-SKYLINES PINES, LLLP	\$	\$ 50,000
LESS 2007 LOSS PASSTHROUGH		-11,673
TOTAL	\$ 0	\$ 38,327