

DIVISION OF BANKING

1714 Lincoln Avenue, Suite 2, Pierre, SD 57501
Tel: 605.773.3421 Fax: 866.326.7504 banking.sd.gov

SPECIAL PURPOSE ENTITY NOTICE

Complete prior to commencing services and also each subsequent year

Submit a copy of the completed Notice by attaching and sending to the following email address: SPEnotices@state.sd.us

Name of Special Purpose Entity:

Initial Notice

Annual Notice

Pursuant to South Dakota Codified Laws (SDCL) 51A-6A-66, an entity may be excluded from the provisions of chapters 51A-5, 51A-6, and 51A-6A, if the entity satisfies the following stipulations and provides this completed notice document to the South Dakota Division of Banking at inception and annually thereafter.

Generally, chapters 51A-5, 51A-6, and 51A-6A require any entity providing fiduciary or custodial services or transacting trust company business (as defined in SDCL 51A-6A-1) to first apply for and receive a charter and certificate of authority from the South Dakota Division of Banking. The Special Purpose Entity (SPE) statute, SDCL 51A-6A-66, provides an exclusion from such regulation for entities established for the exclusive or "special" purpose of acting as a trust protector, investment trust advisor, or distribution trust advisor, as defined by SDCL 55-1B-1, or any combination of such purposes, under a trust instrument which names a South Dakota trust company, a South Dakota bank with trust powers, or a national bank with trust powers as trustee.

An entity may be excluded from the provisions of SDCL chapters 51A-5, 51A-6, and 51A-6A if:

(1) The entity is established for the exclusive purpose of acting as a trust protector, investment trust advisor, or distribution trust advisor, as defined by SDCL 55-1B-1, or any combination of such purposes;

Note: the governing documents of any such entity must limit its authorized activities as required by SDCL 51A-6A-66, and limit the performance of those functions with respect to a specifically named trust or family of trusts.

Identify the purpose of the above named entity:

(2) The entity is acting in such capacity under a trust instrument which names a South Dakota trust company, a South Dakota bank with trust powers, or a national bank with trust powers as trustee;

Identify the trust instrument and named trustee:

(3) The entity is not engaged in trust company business with the general public as a public trust company or with any family as a private trust company;

Identify whether the entity is engaged in such business:

(4) The entity does not hold itself out as being in the business of acting as a fiduciary for hire as either a public or private trust company;

Identify whether the entity holds itself out as a such:

trust company.

(5) The entity files an annual report with the South Dakota Secretary of State and provides a copy to the Division of Banking;

[Attach a copy of the annual report filed with the Secretary of State.]

(6) The entity agrees to be subject to examination by the Division of Banking at the discretion of the director; and

(7) The entity does not use the word "trust" in the entity's name in any manner.

Additionally, for the initial notice to the South Dakota Division of Banking, the entity should attach a copy of its Articles of Incorporation/Organization and a copy of the Certificate of Incorporation/Organization received from the South Dakota Secretary of State. Per SDCL 51A-6A-66, the governing documents of the entity shall limit its authorized activities to the functions permitted to a trust protector, investment trust advisor, or distribution trust advisor pursuant to SDCL 55-1B, or any combination of such purposes, and limit the performance of these functions with respect to a specifically named trust or family of trusts.

Individual responsible for answering questions about and coordinating this notice:

Name: Lindsey Pearson Phone: 952-476-6382

Email Address: LPearson@stadigjohnson.com

Mailing Address: Carlson Center East II, 130 Cheshire Lane, Suite 125

City: Minnetonka State: Minnesota Zip: 55305

Completed by: Lindsey Pearson, Attorney (Print Name and Title)

Signature: *Lindsay Pearson* Date: 2/26/2025



DL289707

BU341- / 300 12 / 20 / 2024 3:41PM 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

Filing Fee: \$150

Total Fee: \$150

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

Article I

The name of the Company: **CBS TP 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

**330 SOUTH POPULAR AVENUE
SUITE 103
PIERRE, SD 57501**

Mailing Address

**330 SOUTH POPULAR AVENUE
SUITE 103
PIERRE, SD 57501**

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: **DT SERVICES, LLC (2008050)**

Actual Street Address in this State

**330 S POPLAR AVENUE
SUITE 103
PIERRE, SD 57501**

Mailing Address in this State

**330 S POPLAR AVENUE
SUITE 103
PIERRE, SD 57501**

Article IV

The name and address of each organizer

Name

Address

Elizabeth Wangen

Carlson Center East II, 130 Cheshire Lane, Suite 125, Minnetonka, MN 55305

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

David Cuetos

C/O Carlos Blanco Sanchez 1395 Brickell Ave. Ste 620, Miami, FL 33131

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.

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).

Elizabeth Wangen

Elizabeth Wangen

Organizer

12/26/2024

PRINTED NAME

SIGNATURE

TITLE

DATED

BU341- / 301 12/26/2024 3:41PM REC'D BY SU 505

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

CBS TP LLC

BUSINESS ID# DL289707

with an effective date of: December 26, 2024, 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 26, 2024.

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

Monae L. Johnson
Secretary of State

12/26/2024 3:41 PM

B0341-1302 12/26/2024 3:41PM REC'D BY SD SOS