

STERLING

OFFICE AND INDUSTRIAL TRUST

REGISTRATION STATEMENT

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SEC. OF STATE

**REGISTRATION STATEMENT
OF
STERLING OFFICE AND INDUSTRIAL TRUST**

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The undersigned organizer, being a natural person 18 years of age or older, in order to form a real estate investment trust company under North Dakota Century Code, Chapter 10-34, hereby adopts the following Articles of the Trust:

**ARTICLE I
NAME AND FORMATION**

The name of this Company is Sterling Office and Industrial Trust. The date of formation of the Company is March 2, 2016. The State of formation is North Dakota.

**ARTICLE II
PRINCIPAL EXECUTIVE OFFICE;
REGISTERED OFFICE AND AGENT**

The principal executive office of this Company is located at 1711 Gold Drive South, Suite 100, Fargo, ND 58103. The name of the commercial registered agent of this Company is Corporation Service Company.

**ARTICLE III
DURATION; PURPOSES**

Duration: Unless dissolved earlier according to law, this Company shall have a perpetual existence.

Purposes: The purpose for which the Company is organized is to qualify as a real estate investment trust under code Section 856 of the Internal Revenue Code and operate as such.

NORTH DAKOTA
Filed 3-22 2016
[Signature]
Secretary of State



**ARTICLE V
TRUSTEES**

The name, address and principal place of business of the officers and trustees are as follows:

Timothy Haugen	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Kenneth Regan	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Richard Savageau	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Angela Stock	Chief Accounting Officer and Treasurer	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Bradley Swenson	President and Secretary	1711 Gold Drive South, Suite 100, Fargo, ND 58103
James Wieland	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Daniel Wilson	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Lance Wolf	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103
Wilbur Wright	Trustee	1711 Gold Drive South, Suite 100, Fargo, ND 58103

**ARTICLE VI
CONTINUITY**

Upon the occurrence of any event that terminates the continued membership of a member, the remaining members will have the power to avoid dissolution by giving dissolution avoidance consent.

**ARTICLE VII
BUSINESS CONTINUATION AGREEMENT**

The members of the Company shall have the power to enter into a business continuation agreement.

**ARTICLE VIII
PREEMPTIVE RIGHTS**

No member of this Company shall have any preemptive rights.

**ARTICLE IX
WRITTEN ACTIONS BY THE BOARD**

Any action required or permitted to be taken at a meeting of the Board of Trustees of this Company not needing approval by the shareholders, may be taken by written action signed by the number of trustees that would be required to take such action at a meeting of the Board of Trustees at which all trustees are present.

IN WITNESS WHEREOF, I have hereunto set my hand the 2nd, day of March, 2016.



Bradley J. Swenson