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Commonwealth of Kentucky
Elaine N. Walker, Secretary of State

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Elaine N. Walker
Secretary of State
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Elaine N. Walker
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Statement of Change of
Registered Office, Registered
Agent, or Both

RAC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the registered office, registered agent, or both on behalf of

BLUE GRASS ENERGY COOPERATIVE CORPORATION

which is organized in the state of Kentucky, and for that purpose submits the following statements:

1. Name of current registered agent

DAN BREWER

2. Registered agent is hereby changed to:

Michael L. Williams

3. Address of current registered office

1201 LEXINGTON RD.
NICHOLASVILLE, KY 40356

4. Registered office is hereby changed to:

1201 LEXINGTON RD.
NICHOLASVILLE, KY 40356

5. Signature of officer or chairman of the board

Donald Smothers, Vice President, Financial Services

Signature and Title

Type or print name and title

7/21/2011 11:01 AM

Date

6. Consent of new agent

I consent to serve as the new registered agent on behalf of this corporation.

Michael L. Williams

Signature and Title

Type or print name and title