COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

1201100.06 dwilliams ADD

Michael G. Adams
Kentucky Secretary of State
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Division of Business Filings
P.O. Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Certificate of Authority
(Foreign Business Entity)

Pursuant to the provisions of KRS 14A – 030 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a:
- ☐ profit corporation
- ☐ business trust
- ☐ limited partnership
- ☐ non-profit llc
- ☐ nonprofit corporation
- ☑ limited liability company
- ☐ ltd cooperative association
- ☐ professional service corporation
- ☐ professional limited liability company
- ☐ statutory trust
- ☐ other

2. The name of the entity is KWH VENTURE, LLC.
(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): _____.
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware.

5. The date of organization is March 18, 2022 and the period of duration is _____.
(If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is

P.O. Box 1365	Bardstown	KY	40004
Street Address	**City**	**State**	**Zip Code**

7. The street address of the entity's registered office in Kentucky is

201 E Main St., Suite 900	Lexington	KY	40507
Street Address (No P.O. Box Numbers)	**City**	**State**	**Zip Code**

and the name of the registered agent at that office is MMLK, INC.

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

John Hargrove	P. O. Box 1365	Bardstown	KY	40004
Name	**Street or P.O. Box**	**City**	**State**	**Zip Code**
David Mandell	P.O. Box 1365	Bardstown	KY	40004
Name	**Street or P.O. Box**	**City**	**State**	**Zip Code**
Name	**Street or P.O. Box**	**City**	**State**	**Zip Code**

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable: ☐

12. If a limited liability company, check box if manager-managed: ☐

13. This application will be effective upon filing.

David Mandell	David Mandell, Member	04/04/2022
Signature of Authorized Representative	**Printed Name & Title**	**Date**

I, MMLK, INC., consent to serve as the registered agent on behalf of the business entity.
Type/Print Name of Registered Agent

Stephen G. Amato	Stephen G. Amato	Authorized Representative	04/04/2022
Signature of Registered Agent	**Printed Name**	**Title**	**Date**