

**ARTICLES OF ORGANIZATION  
OF  
HOLE LOTTA LOVE DONUTS - ELIZABETHTOWN, LLC**

**SECTION 1 INTRODUCTION AND PRELIMINARY STATEMENTS**

The undersigned Organizer desires to form a limited liability company under the Laws of the Commonwealth of Kentucky by delivering these Articles of Organization in duplicate to the Secretary of State of the Commonwealth of Kentucky, in accordance with Kentucky Limited Liability Company Act (the *Act*).

**SECTION 2 NAME**

The name of the limited liability company is Hole Lotta Love Donuts - Elizabethtown, LLC, a Kentucky limited liability company (*Company*).

**SECTION 3 DURATION**

The Company will perpetually exist from the filing date of these Articles of Organization with the Secretary of State of the Commonwealth of Kentucky, unless dissolved according to law.

**SECTION 4 COMPANY'S PURPOSE**

The Company's purpose is to engage in any lawful act or activity for which limited liability companies may be formed under the Act and all activities necessary or incidental to that purpose. The Company has all the powers necessary or convenient to carry out its purposes, including the powers granted by the Act.

**SECTION 5 COMPANY'S PRINCIPAL OFFICE AND LOCATION OF RECORDS**

The street address of the principal office in the United States where the Company maintains its records is 328 N. Mulberry Street, Elizabethtown, Kentucky 42701.

**SECTION 6 REGISTERED AGENT AND REGISTERED OFFICE**

The Company's initial Registered Agent is James Brannon Dupree, and the Company's initial registered office is located at 328 North Mulberry Street, Elizabethtown, Kentucky 42701.

**SECTION 7 MEMBERS**

The names and addresses of the Members are:

James Brannon Dupree  
6655 Rineyville Big Springs Road  
Rineyville, Kentucky 40162

Savannah Marie Dupree  
6655 Rineyville Big Springs Road  
Rineyville, Kentucky 40162

Jon Micheal Anderson  
223 Raintree Drive  
Elizabethtown, Kentucky 42701

Tiffany Sue Anderson  
223 Raintree Drive  
Elizabethtown, Kentucky 42701

## **SECTION 8 ADDITIONAL MEMBERS**

The Company has the right to admit additional Members to the Company under the terms and conditions of the Company's Operating Agreement. Any Member who is later admitted as a Member of the Company will have all of the rights and obligations of an original Member under the Operating Agreement. Any transferee of a Member's Membership Interest in the Company must be treated as an Assignee until that transferee is admitted as an Additional or Substitute Member, if ever, under the Operating Agreement.

## **SECTION 9 BUSINESS CONTINUATION**

If a Member's membership in the Company is terminated by an event, the remaining Members of the Company have the right to continue the Company's business under the terms of the Operating Agreement. A terminating event may include the Member's death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy. If the remaining Members fail to continue the Company's business according to the terms of the Operating Agreement, the Company must be dissolved and liquidated under the Act and the Operating Agreement.

## **SECTION 10 OPERATING AGREEMENT AND AUTHORITY**

To the extent not expressly required by and provided for in the Act, the manner in which the Company conducts its business and affairs, the duties and authority of its Members, and the rights and obligations of its Members must be set forth in the Operating Agreement adopted by the initial Members of the Company. This Operating Agreement may be amended from time to time according to its provisions.

## **SECTION 11 MANAGEMENT**

Management of the Company is reserved to the Members, who will manage the Company. The Members have exclusive authority to act for the Company in all matters. The authorities and duties of the Members are set forth in the Operating Agreement.

## **SECTION 12 INDEMNIFICATION AND LIABILITY**

As determined by the Members of the Company, the Company may indemnify and advance expenses to a Member, employee, or agent of the Company in connection with any proceeding, to the extent permitted by applicable laws and statutes, the Act, and the Company's Operating Agreement.

Except as otherwise provided by Kentucky law, no member, manager, agent or employer of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts of omissions of any other member, manager, agent or employee of the Company.

## **SECTION 13 TRANSFERABILITY OF INTEREST**

Interest in the Company is nontransferable except as specifically set forth in the Company's Operating Agreement.

## **SECTION 14 ORGANIZER'S NAME AND ADDRESS**

The Organizer's name is James Brannon Dupree, a natural person whose address is 6655 Rineyville Big Springs Road, Rineyville, KY 40162.

Executed by the Organizer on this the 26 day of May, 2021.

  
James Brannon Dupree  
ORGANIZER


STATE OF KENTUCKY

COUNTY OF HARDIN

I, a Notary Public, hereby certify on this the \_\_\_\_ day of May, 2021, JAMES BRANNON DUPREE, personally appeared before me, who, being by me first duly sworn, declare that he is the Organizer of **HOLE LOTTA LOVE DONUTS - ELIZABETHTOWN, LLC**, a Kentucky Limited Liability Company, and that he signed the foregoing document as an Organizer of said Limited Liability Company and that the statements contained therein are true:

My commission expires: 6.29.24.

Martha Alice McCoy  
NOTARY PUBLIC  
Commonwealth of Kentucky  
Comm. # KYNP10033  
My Commission Expires 6/29/2024

  
Notary Public  
Notary ID# KYND10033

**STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT**

Pursuant to KRS Chapter 275, the undersigned, JAMES BRANNON DUPREE, is the initial registered agent identified in Section Six (6) of the Articles of Organization of **HOLE LOTTA LOVE DONUTS - ELIZABETHTOWN, LLC**, hereby consents to serve said limited liability company in that capacity until such time as such appointment is terminated or the undersigned, as the initial registered agent, resigns in accordance with the Kentucky Limited Liability Company Act.

  
JAMES BRANNON DUPREE  
INITIAL REGISTERED AGENT