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**Michael G. Adams**  
**Kentucky Secretary of State**  
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**ARTICLES OF INCORPORATION**  
**OF**  
**CATTLE MARKETING GROUP, INC.**

The undersigned, acting as incorporator of a corporation under the Kentucky Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the Corporation is **CATTLE MARKETING GROUP, INC.**

**ARTICLE II**

The purpose for which the corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the Kentucky Business Corporation Act, and to exercise any and all powers that corporations may now or hereafter exercise under the Kentucky Business Corporation Act, including, without limitation, to act as cattle broker.

**ARTICLE III**

The duration of the Corporation shall be perpetual.

**ARTICLE IV**

The total number of shares which the Corporation is authorized to issue One Thousand (1,000) shares of common stock having no par value per share.

**ARTICLE V**

The affairs of the Corporation shall be managed and conducted by a Board of Directors. The number of directors of the Corporation shall be one (1) and shall not be changed without the unanimous vote of all of the issued and outstanding shares of the Corporation entitled to vote thereon.

The Board of Directors of the Corporation may, from time to time, distribute to its shareholders out of capital surplus of the Corporation a portion of its assets in cash or property.

The Board of Directors of the Corporation, to the extent not prohibited by law, shall have the power to cause the Corporation to repurchase its own shares to the full extent of its unreserved and unrestricted capital surplus, or any other surplus, available therefore.

## **ARTICLE VI**

The number of directors constituting the initial Board of directors is one (1) and the name and address of the director who is to serve as a director is as follows, each such person to serve until the first annual meeting of the shareholders and until her successor in office is elected and shall qualify:

Brenda Paul  
1179 Georgetown Road  
Paris, KY 40361

## **ARTICLE VII**

The address of the initial registered office of the Corporation is 1179 Georgetown Road, Paris, Kentucky, 40361 and the name of the initial registered agent at such address is Brenda Paul.

## **ARTICLE VIII**

The address of the initial principal office of the Corporation is 1179 Georgetown Road, Paris, Kentucky 40361.

## **ARTICLE IX**

Brenda Paul, whose address is 1179 Georgetown Road, Paris, Kentucky, 40361, is the sole incorporator of the Corporation.

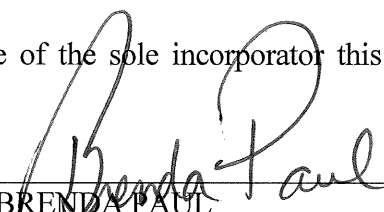
## **ARTICLE X**

The Corporation shall, to the fullest extent permitted by, and in accordance with the provisions of, the Kentucky Business Corporation Act, indemnify each director and officer of the Corporation against expenses (including attorneys' fees), judgments, taxes, fines and amounts paid in settlement, incurred by her in connection with, and shall advance expenses (including attorneys' fees) incurred by her in defending, any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) to which she is, or is threatened to be made, a party by reason of the fact that she is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another domestic or foreign corporation, partnership, joint venture, trust or other enterprise. Advancement of expenses shall be made upon receipt of an undertaking, with such security, if any, as the Board of Directors or shareholders may reasonably require, by or on behalf of the person seeking indemnification to repay amounts advanced if it shall ultimately be determined that he is not entitled to be indemnified by the Corporation as authorized herein.

The indemnification provided for by the Article X shall not be deemed exclusive of any other rights to which directors or officers of the Corporation may be entitled under any statute, agreement, by-law or action of the Board of Directors or shareholders of the Corporation, or otherwise, and shall continue as to a person who has ceased to be a director or officer of the Corporation, and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another domestic or foreign corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in such capacity or arising out of his status as such, whether or not the Corporation would have the power or be obligated to indemnify him against such liability under the provisions of this Article X or the Kentucky Business Corporation Act.

IN TESTIMONY WHEREOF, witness the signature of the sole incorporator this 21<sup>st</sup> day of November, 2023.


  
 BRENDA PAUL

COMMONWEALTH OF KENTUCKY }  
 } SS  
 COUNTY OF FAYETTE }

I, Charlotte Hail, a Notary Public, in and for the Commonwealth and County aforesaid, do hereby certify that the foregoing Articles of Incorporation of CATTLE MARKETING GROUP, INC. were this day produced before me in the Commonwealth and County aforesaid, and were signed and acknowledged by Brenda Paul, as the sole incorporator thereof, to be her free act and voluntary deed.

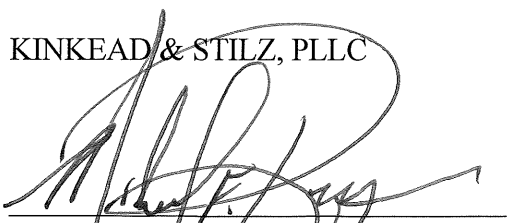
IN TESTIMONY WHEREOF, witness my hand and notarial seal this 21<sup>st</sup> day of November, 2023.

My commission expires: 2/4/24

  
 NOTARY PUBLIC  
 My Notary ID No. 1161

THIS INSTRUMENT WAS PREPARED BY:

KINKEAD & STILZ, PLLC



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