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Michael G. Adams
Kentucky Secretary of State
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Fee Receipt: \$50.00

**ARTICLES OF MERGER
OF
PRESLEY INVESTMENTS, LLC
WITH AND INTO
PRESLEY INVESTMENTS, LLC**

To the Secretary of State of the Commonwealth of Kentucky:

Pursuant to the provisions of Sections 275.345 *et seq.* of the Kentucky Revised Statutes, the undersigned entities have adopted these Articles of Merger as follows:

1. The constituent business entities which are to merge (the "***Merger***") are:
 - (a) Presley Investments, LLC, a limited liability company organized pursuant to the laws of the Commonwealth of Kentucky ("***PI KY***"); and
 - (b) Presley Investments, LLC, a limited liability company organized pursuant to the laws of the State of Tennessee ("***PI TN***").
2. The name of the surviving business entity is Presley Investments, LLC.
3. Upon the effectiveness of these Articles of Merger, (a) the Articles of Organization of PI TN shall be the Articles of Organization of the surviving company in the Merger until thereafter amended in accordance with applicable law, and (b) there shall be no amendment or other change to such Articles of Organization as a result of the Merger.
4. PI TN reserves the right and power, after the effective date of the Merger, to alter, amend, change, or repeal any of the provisions contained in its Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred on managers or members herein are subject to this reservation.
5. PI TN agrees that it may be served with process in the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of any constituent business entity party to the Merger that was organized under the laws of the Commonwealth of Kentucky, as well as for enforcement of any obligation of the surviving business entity arising from the Merger.
6. PI TN appoints the Secretary of State of the Commonwealth of Kentucky as its agent for service of process in any such proceeding. A copy of such service of process shall be mailed to PI TN by the Secretary of State of the Commonwealth of Kentucky at 1031 Progress Drive, Clarksville, Tennessee 37040.
7. Confirmatory deeds, assignments, or other like instruments, when deemed desirable by PI TN to evidence such vesting of any property, right, privilege, or franchise, shall at any time, or from time to time, be made and delivered in the name of PI TN by the last acting manager of PI TN prior to the Merger or by any manager or officer of PI TN as of the effectiveness of the Merger.

8. The Merger shall be effective upon the filing of the Articles of Merger with the Secretary of State of the State of Kentucky.

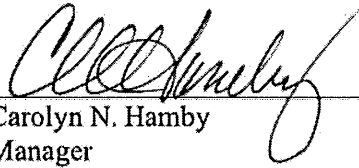
9. The Agreement and Plan of Merger was duly authorized and approved by each constituent business entity in accordance with the laws applicable to such business entity.

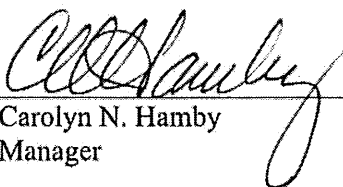
[Signature Page Follows.]

IN WITNESS WHEREOF, these Articles of Merger are executed by each constituent business entity.

PRESLEY INVESTMENTS, LLC, a Kentucky
limited liability company

PRESLEY INVESTMENTS, LLC, a
Tennessee limited liability company

By: 
Name: Carolyn N. Hamby
Title: Manager

By: 
Name: Carolyn N. Hamby
Title: Manager

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