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**Alison Lundergan Grimes**  
**Kentucky Secretary of State**  
Received and Filed:  
11/7/2012 10:16 AM  
Fee Receipt: \$40.00

**ARTICLES OF ORGANIZATION**

OF

TILLMAN, CADE & SCHOEN, PLLC

The undersigned, on this 5<sup>th</sup> day of November, 2012 hereby form and organize a professional limited liability company pursuant to the Kentucky Limited Liability Company Act and adopt the following Articles of Organization of such limited liability company:

**ARTICLE I**

The name of the professional limited liability company is:

TILLMAN, CADE & SCHOEN, PLLC

**ARTICLE II**

The street address of the professional limited liability company's initial registered office, and the name of its initial registered agent at that office are:

Stephen J. Tillman  
TILLMAN, CADE & SCHOEN, PLLC  
501 Baxter Avenue, Suite #1  
Louisville, KY 40204

**ARTICLE III**

The mailing address of the initial principal office and place of business of the professional limited liability company is:

501 Baxter Avenue, Suite #1  
Louisville, KY 40204

#### **ARTICLE IV**

The professional limited liability company has at least three (3) members.

#### **ARTICLE V**

The professional limited liability company is to be managed by a manager or managers, as is provided for in and in accordance with the operating agreement of the professional limited liability company.

#### **ARTICLE VI**

The duration of the professional limited liability company shall be perpetual, save and until its dissolution in accordance with the Kentucky Limited Liability Company Act and the operating agreement of the professional limited liability company.

#### **ARTICLE VII**

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

## ARTICLE VIII

are:

Stephen J. Tillman  
Philip H. Cade  
J. Key Schoen  
TILLMAN, CADE & SCHOEN, PLLC  
501 Baxter Avenue, Suite #1  
Louisville, KY 40204

IN WITNESS WHEREOF, the organizers have affixed their signatures hereunto on this

 day of November, 2012.

STEPHEN J. TILLMAN, Organizer

PHILIP H. CADE, Organizer

J. KEY SCHOEN, Organizer

**CONSENT OF INITIAL REGISTERED AGENT**  
**FOR SERVICE OF PROCESS AND/OR TO SERVE**

I, Stephen J. Tillman, having a principal place of business at 501 Baxter Avenue, Suite #1, Kentucky 40204, do hereby agree and consent to serve as registered agent and office for service of process of TILLMAN, CADE & SCHOEN, PLLC.

WITNESS my signature on this 5<sup>th</sup> day of November, 2012.

Stephen J. Tillman,  
Agent for Service of Process

STATE OF KENTUCKY )

COUNTY OF JEFFERSON                    ) SS:  
  )

Subscribed, sworn to and acknowledged before me, the undersigned authority, a Notary Public within and for the State and County aforesaid, by Stephen J. Tillman, serving as an organizer of the above-named professional limited liability company, said person known personally to me and who personally appeared before me and subscribed, swore to and acknowledged the foregoing document as his true act and deed, and the information contained therein to be true and correct to the best of his information, knowledge, and belief, on this 5<sup>th</sup> day of November, 2012.

My commission expires: 3-6-2015.

Barbara A. Kelly  
NOTARY PUBLIC, KY STATE-AT-LARGE  
ID# 438191

STATE OF KENTUCKY                    )  
  ) SS:  
COUNTY OF JEFFERSON                )

Subscribed, sworn to and acknowledged before me, the undersigned authority, a Notary Public within and for the State and County aforesaid, by Philip H. Cade, serving as an organizer of the above-named professional limited liability company, said person known personally to me and who personally appeared before me and subscribed, swore to and acknowledged the foregoing document as his true act and deed, and the information contained therein to be true and correct to the best of his information, knowledge, and belief, on this 5<sup>th</sup> day of November, 2012.

My commission expires: 3-6-2015.

Barbara A. Kelly  
NOTARY PUBLIC, KY STATE-AT-LARGE  
ID# 438191

STATE OF KENTUCKY                    )  
  ) SS:  
COUNTY OF JEFFERSON                )

Subscribed, sworn to and acknowledged before me, the undersigned authority, a Notary Public within and for the State and County aforesaid, by J. Key Schoen, serving as an organizer of the above-named professional limited liability company, said person known personally to me and who personally appeared before me and subscribed, swore to and acknowledged the foregoing document as his true act and deed, and the information contained therein to be true and correct to the best of his information, knowledge, and belief, on this 5<sup>th</sup> day of November, 2012.

My commission expires: 3-6-2015.

Barbara A. Lilly  
NOTARY PUBLIC, KY STATE-AT-LARGE  
ID# 438191

STATE OF KENTUCKY                    )  
  ) VS  
COUNTY OF JEFFERSON                )

Subscribed, sworn to and acknowledged before me, the undersigned authority, a Notary Public within and for the State and County aforesaid, by Stephen J. Tillman, signing and signifying his consent to serve as the initial registered agent for service of process of said limited liability company, said person known personally to me and who personally appeared before me and subscribed, swore to and acknowledged the foregoing document as his true act and deed, and the information contained therein to be true and correct to the best of his information, knowledge, and belief, on this 5<sup>th</sup> day of November, 2012.

My commission expires: 3-6-2015.

Barbara A. Lilly  
NOTARY PUBLIC, KY STATE-AT-LARGE  
ID# 438191

This instrument prepared by:

A handwritten signature in black ink, appearing to read "Stephen J. Tillman", is written over a horizontal line.

STEPHEN J. TILLMAN  
ATTORNEY AT LAW  
SALES, TILLMAN, WALLBAUM, CATLETT  
& SATTERLEY, PLLC

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Louisville, KY 40229

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