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Alison Lundergan Grimes
Kentucky Secretary of State

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ARTICLES OF ORGANIZATION OF GREENWOOD MARKETPLACE II, LLC

The undersigned Organizer hereby organizes GREENWOOD MARKETPLACE II, LLC, a Kentucky limited liability company, and pursuant to KRS 275 of the Kentucky Revised Statutes, executes these Articles of Organization, and forms a limited liability company in accordance with the following provisions:

1. NAME OF LIMITED LIABILITY COMPANY

The name of the limited liability company is GREENWOOD MARKETPLACE II, LLC (hereafter the "LLC").

2. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the LLC's registered office is 2530 Scottsville Road, Suite 21, Bowling Green, Kentucky 42104 and the name of the LLC's registered agent at that office is James A. Martens.

3. PRINCIPAL OFFICE

The mailing address of the principal office of the LLC in the Commonwealth of Kentucky is 2530 Scottsville Road, Suite 21, Bowling Green, Kentucky 42104, Attention: James A. Martens.

4. MEMBERSHIP

The LLC shall initially have four (4) members.

5. MANAGEMENT

The affairs of the LLC shall be managed by its Managing Member, pursuant to the terms of an Operating Agreement.

6. DURATION

The duration of the LLC is limited by the terms of its Operating Agreement.

7. IMMUNITY FROM PERSONAL LIABILITY

No person shall be individually liable by reason of being a member, manager, employee or agent of this LLC, under a judgment, decree, or order of a court, agency or tribunal of any type, or in any manner, in this or in any other state, or on any other basis, for a debt, obligation or liability of the LLC, whether arising out of contract, tort or otherwise. The status of a person as a member, manager, employee or agent of the LLC shall not subject that person to personal liability for the acts or omissions, including any negligence, wrongful act, or actionable misconduct, of any other member, manager, agent or employee of the LLC.

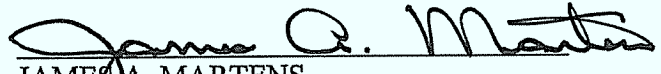
8. IMMUNITY FROM MANAGEMENT LIABILITY

8.1 Except as provided in the Operating Agreement, no member of this LLC shall be liable, responsible or accountable in damages or otherwise to the LLC or the members hereof for any action taken or failure to act on behalf of the LLC unless the act or omission constituted wanton or reckless misconduct.

8.2 Each member or manager shall account to the LLC and hold as trustee for it any profit or benefit derived by that member without the consent of more than one-half of the number of disinterested members participating in the management of the business or affairs of the LLC from (i) any transaction connected with the conduct or winding up of the LLC; or (ii) any use by any manager or member of the LLC's property, including without limitation, confidential or proprietary information of the LLC or other matters entrusted to the person due to being a member or manager.


8.3 A member of the LLC shall have no duties to the LLC or any other member solely by reason of acting in his capacity as a member.

IN TESTIMONY WHEREOF, witness the signature of the Organizer of the LLC as of this 27 day of June, 2012.

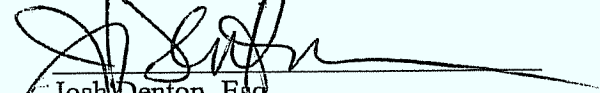

JAMES A. MARTENS

CONSENT TO ACT AS REGISTERED AGENT:

James A. Martens hereby accepts the appointment and consents to serve as REGISTERED AGENT of GREENWOOD MARKETPLACE II, LLC until such time as the appointment is terminated or until he resigns in accordance with the Kentucky Limited Liability Company Act.


James A. Martens

THIS INSTRUMENT PREPARED BY:


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