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Alison Lundergan Grimes
Kentucky Secretary of State

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**ARTICLES OF ORGANIZATION
OF
BURLEY PARTNERS, LLC**

The undersigned organizer, desiring to form a limited liability company under the Kentucky Limited Liability Company Act, hereby states the following:

1. The name of the limited liability company is Burley Partners, LLC.
2. The name and address of the registered agent are:

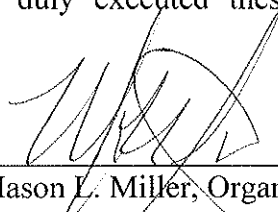
Mason L. Miller
Miller Wells, PLLC
300 East Main Street, Suite 360
Lexington, Kentucky 40507

3. The address of the initial principal office of the limited liability company is:

1315-C West Main Street
Lexington, Kentucky 40508

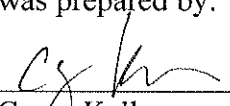
4. The limited liability company is to be managed by one or more managers.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization this 13th day of May, 2013.



Mason L. Miller, Organizer

The foregoing instrument
was prepared by:



Casey Keller
Miller Wells, PLLC
300 East Main Street, Ste. 360
Lexington, Kentucky 40507