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Elaine N. Walker, Secretary of State

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# ARTICLES OF ORGANIZATION OF SHUCK BEANS, LLC

The undersigned, desiring to form a limited liability company pursuant to Title XXIII, Chapter 275, et. seq. of the Kentucky Revised Statutes, otherwise known as the Kentucky Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company, <u>FILED IN DUPLICATE</u>:

#### Article I Name

The name of the limited liability company shall be "Shuck Beans, LLC" referred to in these Articles of Organization as the "Company."

#### Article II Purpose

The purpose or purposes for which this Company is formed is to transact any and all lawful business for which limited liability companies may be organized under the laws of the Commonwealth of Kentucky as determined by a majority of the members of the Company or as otherwise set forth in the Company's Operating Agreement and any attachments thereto.

# Article III Registered Office and Agent for Service of Process

The address of the Company's initial Registered Office is 401 W. Main Street, Suite 710, Louisville, Kentucky 40202. The Company's Registered Agent for service of process is Gregory S. Metzger, Esq., (hereinafter referred to as "Mr. Metzger"), whose address is 401 W. Main Street, Suite 710, Louisville, Kentucky 40202. A written sworn statement from Mr. Metzger consenting to serve as the Company's Registered Agent for service of process is attached hereto as Attachment 1.

# Article IV Principal Office of Company

The mailing address of the initial principal office of the Company is 2409 Overlook Hill Court, Louisville, Kentucky 40205.

#### Article V Organizer

The Organizer of this Company is Gregory S. Metzger, Esq., whose address is 401 W. Main Street, Suite 710, Louisville, Kentucky 40202.

## Article VI Term Company

The Company shall be a "term company". The term of the Company shall expire on or before April 30, 2041.

# Article VII Management by Members

The Company is to be managed by its members.

#### Article VIII KRS 275.150

No Member shall be liable in his or her capacity as a member for all or any part of the Company's debts, obligations, or liabilities.

#### Article IX KRS 275.135 and KRS 275.165

No Member shall sign and deliver any instrument transferring or affecting the Company's interest in real property without the approval and authorization of the Members as defined and set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has, for the purpose of forming Shuck Beans, LLC, a limited liability company, executed these Articles of Organization this 26 th day of April, 2011.

Gregory S. Merzger, Organizer

COMMONWEALTH OF KENTUCKY,

COUNTY OF JEFFERSON, to-wit:

The foregoing instrument was acknowledged before me this 25 day of April, 2011, by Gregory S. Metzger.

#### ATTACHMENT 1

#### STATEMENT OF REGISTERED AGENT

Comes the Registered Agent for service of process for Shuck Beans, LLC, Gregory S. Metzger, and hereby states as follows:

- 1. My name is Gregory S. Metzger, and I am over the age of 18.
- 2. I hereby agree to serve as the Registered Agent for service of process for Shuck Beans, LLC.
- 3. My official address as Registered Agent for service of process is included in the Articles of Organization of Shuck Beans, LLC.

IN WITNESS WHEREOF, the undersigned has, for the purpose of serving as Registered Agent for service of process for Shuck Beans, LLC, a limited liability company, executed this Statement of Registered Agent this 26th day of April, 2011.

Gregory S. Metzger

COMMONWEALTH OF KENTUCKY,

COUNTY OF JEFFERSON, to-wit:

The foregoing instrument was acknowledged before me this 25 day of April, 2011, by Gregory S. Metzger.