



COMMONWEALTH OF KENTUCKY
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

0868336.06

mstratton
LAOO

Alison Lundergan Grimes
 Kentucky Secretary of State
 Received and Filed:
 9/30/2013 3:13 PM
 Fee Receipt: \$40.00

Division of Business Filings
 Business Filings
 PO Box 718
 Frankfort, KY 40602
 (502) 564-3490
 www.sos.ky.gov

Articles of Organization
 Professional Limited Liability Company

PLC

Pursuant to KRS 14A and KRS 275, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the professional limited liability company is

Berkley & Schuler, PLLC

Article II: The street address of the professional limited liability company's initial registered office in Kentucky is

293 Lucille Drive Lexington KY 40511

Street Address Only (No Post Office Box Numbers) City State Zip Code

and the name of the initial registered agent at that office is Joshua G. Berkley

Article III: The mailing address of the professional limited liability company's initial principal office is

293 Lucille Drive Lexington KY 40511

Street Address or Post Office Box Number City State Zip Code

Article IV: The professional limited liability company is to be managed by (must check one):

 A. a manager(s). ☒ B. its member(s).

Article V: The profession to be practiced through the professional limited liability company:

Law practice

Article VI: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is _____

(Delayed effective
date and/or time)

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Joshua G. Berkley

Joshua G. Berkley

9/30/2013

Signature of Organizer

Printed Name

Date

Joseph P. Schuler

Joseph P. Schuler

9/30/2013

Signature of Organizer

Printed Name

Date

Signature of Organizer

Printed Name

Date

I, Joshua G. Berkley

, consent to serve as the registered agent on behalf of the limited liability company.

Print Name of Registered Agent

Joshua G. Berkley

Joshua G. Berkley

9/30/2013

Signature of Registered Agent

Printed Name

Date

FILING INSTRUCTIONS ARTICLES OF ORGANIZATION

NAME

The professional limited liability company name must contain the words "professional limited liability company," "professional limited company," "PLC," or "PLLC." The limited liability company name must contain the words "limited liability company" or "limited company" or the abbreviation "LLC" or "LC." If you wish to abbreviate "limited company," you must use the abbreviation "LTD CO." A professional limited liability company name must be distinguishable from any name on record with the Office of the Secretary of State.

REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the business entity must be in Kentucky and maintain a street address (a PO Box is insufficient for the registered office address). In order to transact business in Kentucky, the registered agent shall be an individual resident of Kentucky, a Kentucky domestic corporation, a Kentucky domestic non-corporation, a Kentucky domestic limited liability company, a foreign corporation, a foreign non-corporation or a foreign limited liability company authorized to transact business in Kentucky. The registered agent is the individual or business designated to receive service of process in the event the business is party to a legal action. The company seeking formation shall not act as its own registered agent.

CONSENT OF REGISTERED AGENT

Unless the registered agent signs the certificate, the corporation must deliver with the certificate of authority, the registered agent's consent to the appointment. The registered agent must give written consent to act as agent on behalf of the corporation. If the registered agent is a corporation an officer or the chairman of the board of directors must sign on behalf of the corporation. If the registered agent is a limited liability company and management of the company is vested in one or more managers, a manager must sign on behalf of the limited liability company. If management of the company is vested in its members, a member must sign. The person signing on behalf of the business entity acting as agent must designate the title or capacity in which he or she signs.

ADDITIONAL ARTICLES OF ORGANIZATION OR NEED TO MODIFY THE EXISTING FORM

If this form does not comply with the articles of organization that you wish to file (ie: additional articles, signatures, etc.), please disregard this form and send a drafted executed copy of the articles of organization according to KRS 275 to the address below.

PRINCIPAL OFFICE ADDRESS

The principal office is the office (in or out of this state) so designated in writing with the Office of the Secretary of State (SOS) where the principal designated office of the business entity is located. This address is where all correspondence from the SOS (See Document Delivery) will be mailed.

DELAYED EFFECTIVE DATE AND TIME

The document will be effective on the date and time of filing, unless a delayed effective date and/or time is specified. The effective date or the delayed effective date cannot be prior to the date the application is filed. A delayed effective date may not be later than the 90th day after the date of filing.

DOCUMENT DELIVERY

A file stamped postcard will be sent to the principal office address. If the applicant wishes for the document to be sent to an alternate address other than the principal office, a request must be submitted in writing affirming that request. Alternate address requests must be submitted with each document filed with the Office of the Secretary of State.

MANAGEMENT

"Manager (s)" means that the professional limited liability company has set forth in its articles of organization that it is to be managed by managers. "Member(s)" means the person(s) who have been admitted to membership in a professional limited liability company.

PROFESSIONAL SERVICES

Professional services mean the personal services rendered by physicians, osteopaths, optometrists, podiatrists, chiropractors, dentists, nurses, pharmacists, psychologists, occupational therapists, veterinarians, engineers, architects, landscape architects, certified public accountants, public accountants, physical therapist and attorneys.

REGULATING BOARD

The regulating board is the governmental agency that is charged by law with the licensing and regulation of the practice of the profession that the professional limited liability company is organized to provide.

WHO MAY SIGN

The document must be signed by the organizer.

NUMBER OF COPIES

When filing online with the One Stop Business Portal system, no copies are required. If filing via mail or in person, one exact or conformed copy of the document with the filing fee must be submitted to the address below. To make a copy of the filing for delivery to the local county clerk's office, visit www.sos.ky.gov and print a copy from the organization search tool.

FILING FEE

The filing fee for Articles of Organization is \$40.00. Your check should be made payable to the "Kentucky State Treasurer."

MAILING ADDRESS

Alison Lundergan Grimes
Office of the Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718

OFFICE LOCATION

Room 154, Capitol Building
700 Capital Avenue
Frankfort, KY 40601
Hours of Operation: 8:00 AM-4:30 PM ET

CONTACT INFORMATION AND NAME AVAILABILITY

If you have any questions, need additional forms or wish to search for name availability, please feel free to visit our website at www.sos.ky.gov or call 502-564-3490.

FUTURE DOCUMENTATION REQUIREMENTS AND DEADLINES: The limited liability company must file an **annual report** with the SOS between January 1 and June 30 of the year following the calendar year in which the corporation was formed. Subsequent annual reports must be filed with the SOS between January 1 and June 30 of the following calendar years. A **statement of change** of the registered agent and/or registered office address or principal office address must be filed with the SOS whenever a change has occurred involving any of the above categories.