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Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
2/20/2013 12:10 PM
Fee Receipt: \$40.00

THE ARTICLES OF ORGANIZATION OF BLETHEN CONSTRUCTION, LLC

The undersigned hereby executes these Articles of Organization:

I

The current name of the limited liability company is Blethen Construction, LLC.

ARTICLE II

The address of its registered office shall be 3408 Oakbrook Dr., Lexington, Kentucky 40515, and the name of its registered agent at said address is Michael Blethen.

ARTICLE III

The mailing address of the company's principal office shall be 3408 Oakbrook Dr., Lexington, Kentucky 40515.

ARTICLE IV

The limited liability company has three members. The members shall consist of Michael Blethen, Chad Blethen and Christofer Blethen. The affairs of the limited liability company are handled by its members subject to the provisions of the operating agreement.

ARTICLE V

Members of the limited liability company shall not be held personally liable for monetary damages for the breach of their duties as members. Further, the limited liability company shall indemnify and hold harmless, any members for judgments, settlements, penalties, fines or expenses incurred in a proceeding to which a person is a party because the person is or was a member of the limited liability company.

IN WITNESS WHEREOF, the undersigned duly authorized member has executed these Articles of Amendment on February 8th, 2013.



Michael Blethen
Member

This instrument prepared by:

A handwritten signature in black ink, appearing to be 'BL' with a period, positioned above a horizontal line.

Hon. Brandi Lewis
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