



**COMMONWEALTH OF KENTUCKY**  
**MICHAEL G. ADAMS, SECRETARY OF STATE**

**1315546.06** mmoore  
ADD  
**Michael G. Adams**  
**Kentucky Secretary of State**  
Received and Filed:  
10/17/2023 2:35 PM  
Fee Receipt: \$90.00

**Division of Business Filings**  
P.O. Box 718  
Frankfort, KY 40602  
(502) 564-3490  
[www.sos.ky.gov](http://www.sos.ky.gov)

**Certificate of Authority**  
(Foreign Business Entity)

**FBE**

Pursuant to the provisions of KRS 14A – 030 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a:
- |                     |                                     |                                  |                          |  |                          |
|---------------------|-------------------------------------|----------------------------------|--------------------------|--|--------------------------|
| profit corporation  | <input type="checkbox"/>            | nonprofit corporation            | <input type="checkbox"/> | professional limited liability company | <input type="checkbox"/> |
| business trust      | <input checked="" type="checkbox"/> | limited liability company        | <input type="checkbox"/> | statutory trust                        | <input type="checkbox"/> |
| limited partnership | <input type="checkbox"/>            | ltd cooperative association      | <input type="checkbox"/> | public benefit corporation             | <input type="checkbox"/> |
| non-profit llc      | <input type="checkbox"/>            | professional service corporation | <input type="checkbox"/> | other                                  | <input type="checkbox"/> |

2. The name of the entity is VineBrook Homes Borrower 1, LLC  
(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): \_\_\_\_\_  
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is 10/16/2023 and the period of duration is perpetual  
(If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
300 Crescent Court, Suite 700 Dallas TX 75201  
**Street Address** **City** **State** **Zip Code**

7. The street address of the entity's registered office in Kentucky is  
306 W. Main Street, Suite 512 Frankfort KY 40601  
**Street Address (No P.O. Box Numbers)** **City** **State** **Zip Code**

and the name of the registered agent at that office is C T Corporation System

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

VineBrook Homes Equity Owner 1, LLC	300 Crescent Ct, Ste 700	Dallas	TX	75201
<b>Name</b>	<b>Street or P.O. Box</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
Brian Mitts	300 Crescent Ct, Ste 700	Dallas	TX	75201
<b>Name</b>	<b>Street or P.O. Box</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
Matt McGraner	300 Crescent Ct, Ste 700	Dallas	TX	75201
<b>Name</b>	<b>Street or P.O. Box</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable:

12. If a limited liability company, check box if manager-managed:

13. This application will be effective upon filing.

Brian Mitts, Authorized Signatory 10/16/2023  
**Signature of Authorized Representative** **Printed Name & Title** **Date**

I, C T Corporation System, consent to serve as the registered agent on behalf of the business entity.  
**Type/Print Name of Registered Agent**

By: C T Corporation System  Sandra Zwijack Assistant Secretary 10/17/2023  
**Signature of Registered Agent** **Printed Name** **Title** **Date**