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Alison Lundergan Grimes
Kentucky Secretary of State
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COMMONWEALTH OF KENTUCKY
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

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|---|---|-----|
| Division of Business Filings Business Filings PO Box 718 Frankfort, KY 40602 (502) 564-3490 www.sos.ky.gov | Articles of Organization Limited Liability Company | KLC |
|---|---|-----|

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 limited liability company is

Studio Nine929 Photography LLC

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

2333 Alexandria Drive, Lexington, KY 40504

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

and the name of the initial registered agent at that office is United States Corporation Agents, Inc.

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

3700 Wood Trace, Owensboro, Kentucky 42303

| | | | |
|---|-------------|--------------|-----------------|
| Street Address or Post Office Box Number | City | State | Zip Code |
|---|-------------|--------------|-----------------|

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

A. a manager(s).

B. its member(s).

Article V: 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.

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|-------------------------------|---|-------------|
| | Karla Figueroa, Assistant Secretary, LegalZoom.com, Inc. | 07/10/2013 |
| Signature of Organizer | Printed Name & Title | Date |

| | | |
|-------------------------------|---------------------------------|-------------|
| Signature of Organizer | Printed Name & Title | Date |
|-------------------------------|---------------------------------|-------------|

I, United States Corporation Agents, Inc., consent to serve as the registered agent on behalf of the limited liability company.

| | | |
|--------------------------------------|--|-------------|
| | Jacob Varghese, Assistant Secretary, United States Corporation Agents, Inc. | 7/10/13 |
| Signature of Registered Agent | Printed Name | Date |