

197270

**ARTICLES OF INCORPORATION
OF
THOMPSON ENTERPRISES, INC.**

Comes the undersigned incorporator, Daniel Thompson, and hereby submits the following Articles of Incorporation in conformance with KRS 271B.2-020.

ARTICLE ONE

The name of the Corporation shall be: THOMPSON ENTERPRISES, INC.

ARTICLE TWO

The Corporation shall be authorized to issue 5,000 shares of common stock, which stock shall be without par value and divided into two classes, as follows:

1. Class A preferred stock, consisting of 5,000 shares;
2. Common stock, consisting of 5,000 shares.

ARTICLE THREE

The duration of this Corporation shall be perpetual.

ARTICLE FOUR

The street address of the Corporation's initial registered office shall be 425 Outlet Avenue, Eddyville, Kentucky 42038. The name of its initial registered agent at the aforesaid street address is Daniel Thompson.

ARTICLE FIVE

The mailing address of the Corporation's principal office shall be 425 Outlet Avenue, Eddyville, Kentucky 42038.

ARTICLE SIX

The name and mailing address of the incorporator is as follows: Daniel Thompson, 425 Outlet Avenue, Eddyville, Kentucky 42038.

ARTICLE SEVEN

The purpose of this Corporation shall be the transaction of any and all lawful business for which corporations may be incorporated under the Kentucky Revised Statutes.

ARTICLE EIGHT

The business of the Corporation shall be managed by a Board of Directors, the number of which shall be from time to time established in the bylaws adopted by the shareholders of the Corporation.

ARTICLE NINE

A shareholder of the Corporation shall not be personally liable for the acts or debts of the Corporation except that he or she may become personally liable by reason of his or her own acts or conduct.

ARTICLE TEN

David Hite, Daniel Thompson, James Eric Vinson, David Irvine, and Dennis G. Fehrenbacher shall serve as the initial Board of Directors of the Corporation and shall serve until their respective successors have been duly elected and qualified.

ARTICLE ELEVEN

The officers of the Corporation who are to manage the affairs of the Corporation, including any committees or subcommittees thereof, shall be established by the bylaws of the Corporation.


Daniel Thompson, Incorporator

STATE OF KENTUCKY)

COUNTY OF McCracken)

Subscribed, sworn to and acknowledged before me this 22nd day of July, 2016, by Daniel Thompson.

My commission expires 2/7/19.

Anna K. Collier
Notary Public, State at Large
Notary ID: 529172

STATEMENT OF INITIAL REGISTERED AGENT

Comes the undersigned, Daniel Thompson and hereby consents to serve as the initial registered agent for Thompson Enterprises, Inc., a corporation organized under the laws of the Commonwealth of Kentucky.

[Signature]
Daniel Thompson, Registered Agent

This instrument prepared by:

[Signature]
Glenn D. Denton
DENTON LAW FIRM, PLLC
P. O. Box 969
Paducah, KY 42002-0969