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LAOOAlison Lundergan Grimes  
Kentucky Secretary of State  
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**ARTICLES OF ORGANIZATION  
FOR**

**JOELLA'S LOUISVILLE HIGHLANDS KY, LLC**

The undersigned, serving as the organizer, hereby forms a Kentucky limited liability company pursuant to the Kentucky Limited Liability Company Act, KRS Chapter 275 (the "Act"), as follows:

**ARTICLE I  
NAME**

The name of the limited liability company shall be Joella's Louisville Highlands KY, LLC (the "Company").

**ARTICLE II  
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The street address of the Company's initial registered office shall be 2303 River Road, Suite 301, Louisville, Kentucky 40206. The name of the Company's initial registered agent at that office shall be VCT Services Louisville LLC.

**ARTICLE III  
INITIAL PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Company shall be 2000 High Wickham Place, Suite 300, Louisville, Kentucky 40245.

**ARTICLE IV  
MANAGEMENT**

The Company shall be managed by its managers.

*[Signature page follows.]*

The undersigned has executed these Articles of Organization as organizer of Joella's Louisville Highlands KY, LLC as of the 31<sup>st</sup> day of January, 2018.

  
DARRYL D. SCHULTE, JR., Organizer

**STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT**

Pursuant to KRS 275.025(4), the undersigned as the initial registered agent and agent for service of process identified in Article 2 of the Articles of Organization of Joella's Louisville Highlands KY, LLC (the "Company") hereby consents to serve the Company in that capacity until such time as such appointment is terminated or the initial registered agent resigns in accordance with the Kentucky Limited Liability Company Act.

Date: January 31, 2018

VCT SERVICES LOUISVILLE LLC

By: 

Scott R. Townsend, Manager

This foregoing instrument was  
prepared by:



Scott R. Townsend  
VICE COX & TOWNSEND PLLC  
2303 River Road, Suite 301  
Louisville, Kentucky 40206