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LAOO**Michael G. Adams**
Kentucky Secretary of State
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**ARTICLES OF ORGANIZATION
FOR
VII PROPERTIES, LLC**

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

1. The name of the limited liability company (the "Company") is **VII PROPERTIES, LLC**.
2. The street address of the Company's initial registered office is **2711 Louisa Street, Catlettsburg, Kentucky 41129**. The name of the Company's initial registered agent at that office is **Oley J. Burgess, III**.
3. The mailing address of the initial principal office of the Company is **2711 Louisa Street, Catlettsburg, KY 41129**.
4. The Company will be managed by one or more **members**.
5. The existence of the Company will be perpetual, except as provided in the Company's Operating Agreement.
6. Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts, obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

VII PROPERTIES, LLC

By: 
Oley J. Burgess, III, Member

**CONSENT TO SERVE
AS
INITIAL REGISTERED AGENT
FOR
VII PROPERTIES, LLC**

The undersigned hereby consents to serve as the initial registered agent for **VII PROPERTIES, LLC** (the "Company"), as contemplated by the Company's Articles of Organization.

VII Properties, LLC

By: 
Oley J. Burgess, III