

**ARTICLES OF ORGANIZATION OF**  
**Fern Creek POP, LLC**

The undersigned, serving as the organizer, hereby forms and organizes a limited liability company (the "Company") pursuant to the Kentucky Limited Liability Company Act, K.R.S. 275.001 et seq. (the "Act") and adopts the following Articles of Organization for the Company:

**ARTICLE I**  
**Name**

The name of the Company is **Fern Creek POP, LLC**.

**ARTICLE II**  
**Initial Principal Office**

The mailing address of the initial principal office of the Company in the Commonwealth of Kentucky is **2509 Plantside Drive, Louisville, Kentucky 40299**.

**ARTICLE III**  
**Initial Registered Agent and Registered Office**

The name and street address of the registered agent is: **Curt Wimsatt, CPA, 2509 Plantside Drive, Louisville, Kentucky 40299**.

**ARTICLE IV**  
**Management**

The management of the Company is reserved to its members, to be exercised in accordance with the operating agreement of the limited liability company.

**ARTICLE V**  
**Members**

The Company will have at least one (1) member.

**ARTICLE VI**  
**Duration**

The duration of the Company shall be perpetual, save and until its dissolution in accord with Act and the Company's operating agreement.

**ARTICLE VII**  
**Personal Liability**

Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the Company shall be personally liable for the Company's debts obligations, or liabilities, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the Company.

**Article VIII  
Dissolution**

The Company has no specific date of dissolution, but shall dissolve as provided in the Act and the Company's Operating Agreement.

DATE: 5/31/17

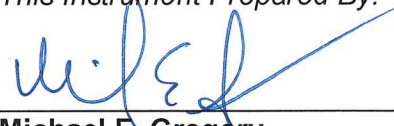
  
\_\_\_\_\_  
**Michael E. Gregory**  
Organizer

**CONSENT OF REGISTERED AGENT**

The undersigned hereby consents to serve as the initial registered agent for Fern Creek POP, LLC, as of this \_\_\_\_ day of May, 2017.

  
\_\_\_\_\_  
**Curt Wimsatt, CPA**

*This Instrument Prepared By:*

  
\_\_\_\_\_  
**Michael E. Gregory**  
GregLaw, LLC  
3625 Echo Valley Circle  
LaGrange, Kentucky 40031