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Michael G. Adams  
Kentucky Secretary of State  
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**ARTICLES OF ORGANIZATION  
OF  
B1 & R1, LLC**

**SECTION 1 INTRODUCTION AND PRELIMINARY STATEMENTS**

The undersigned Organizer desires to form a limited liability company under the Laws of the Commonwealth of Kentucky by delivering these Articles of Organization in duplicate to the Secretary of State of the Commonwealth of Kentucky, in accordance with Kentucky Limited Liability Company Act (the *Act*).

**SECTION 2 NAME**

The name of the limited liability company is B1 & R1, LLC, a Kentucky limited liability company (*Company*).

**SECTION 3 DURATION**

The Company will perpetually exist from the filing date of these Articles of Organization with the Secretary of State of the Commonwealth of Kentucky, unless dissolved according to law.

**SECTION 4 COMPANY'S PURPOSE**

The Company's purpose is to engage in any lawful act or activity for which limited liability companies may be formed under the Act and all activities necessary or incidental to that purpose. The Company has all the powers necessary or convenient to carry out its purposes, including the powers granted by the Act.

**SECTION 5 COMPANY'S PRINCIPAL OFFICE AND LOCATION OF RECORDS**

The street address of the principal office in the United States where the Company maintains its records is 1320 Woodland Drive, Elizabethtown, Kentucky 42701.

**SECTION 6 RESIDENT AGENT AND REGISTERED OFFICE**

The Company's initial Resident Agent is Reda A. El Shiekh, and the Company's initial registered office is located at 1320 Woodland Drive, Elizabethtown, Kentucky 42701.

## **SECTION 7 RESIDENT AGENT CONSENT**

I, Reda A. El Shiekh, a natural person and resident of Kentucky, accept the appointment as Resident Agent of B1 & R1, LLC, a Kentucky limited liability company. I understand that my responsibilities as Resident Agent are to receive service of process, notices, and demands; to forward mail; and to notify the Secretary of State immediately if I resign or if the registered office address changes from the addresses stated above.

Dated: 9/27, 2023.

  
\_\_\_\_\_  
Reda A. El Shiekh, Resident Agent

## **SECTION 8 ADDITIONAL MEMBERS**

The Company has the right to admit additional Members to the Company under the terms and conditions of the Company's Operating Agreement. Any Member who is later admitted as a Member of the Company will have all of the rights and obligations of an original Member under the Operating Agreement. Any transferee of a Member's Interest in the Company must be treated as an Assignee until that transferee is admitted as an Additional or Substitute Member, if ever, under the Operating Agreement.

## **SECTION 9 OPERATING AGREEMENT AND AUTHORITY**

To the extent not expressly required by and provided for in the Act, the manner in which the Company conducts its business and affairs, the duties and authority of its Members and Manager, and the rights and obligations of its Members and Manager must be set forth in the Operating Agreement adopted by the initial Members and Manager of the Company. This Operating Agreement may be amended from time to time according to its provisions.

## **SECTION 10 MANAGEMENT**

Management of the Company is vested in the Manager. The Manager has exclusive authority to act for the Company in all matters. The authorities and duties of the Manager are set forth in the Operating Agreement. The name of the initial Manager is:

Reda A. El Shiekh

**SECTION 11 TRANSFERABILITY OF INTEREST**

Interest in the Company is nontransferable except as specifically set forth in the Company's Operating Agreement.

Signed on: 9/27, 2023.

Reda El Shiekh  
Reda A. El Shiekh, Organizer

STATE OF KENTUCKY

COUNTY OF HARDIN

I, a Notary Public, hereby certify on this the 27 day of September, 2023, Reda A. El Shiekh, personally appeared before me, who, being by me first duly sworn, declare that he is the Organizer of B1 & R1, LLC, a Kentucky Limited Liability Company, and that he signed the foregoing document as an Organizer of said Limited Liability Company and that the statements contained therein are true:

My commission expires: 10/27/2024.

James Brannon Dupree  
NOTARY PUBLIC  
Commonwealth of Kentucky  
Comm. # KYNP17370  
My Commission Expires 10/27/2024

James Brannon Dupree  
Notary Public  
Notary ID# \_\_\_\_\_

This document was prepared by:

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