

**Commonwealth of Kentucky
Michael G. Adams, Secretary of State**

Michael G. Adams
Secretary of State
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**Articles of Organization
Limited Liability Company**

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1427976.06
Michael G. Adams
Secretary of State
Received and Filed
2/6/2025 12:00:00 AM
Fee receipt: \$40

Pursuant to KRS 14A and KRS 275, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the limited liability company is

TDG HOLDINGS LLC

Article II: The name of the initial registered agent is

LIVING ROWE FAMILY TRUST

and the street address of the entity's initial registered office in Kentucky is

2493 CRESCENZIO WAY, LEXINGTON, KY 40511

Article III: The mailing address of the entity's principal office is

2493 Crescenzo Way, Lexington, KY 40511

Article IV: This entity is managed by **Managers**.

Article V: Additional articles not inconsistent with law may be stated in the space below.

ARTICLE I - NAME

The name of the limited liability company is TDG HOLDINGS LLC (hereinafter, the "Company").

ARTICLE II - ORGANIZER

The Company is organized by The Living Rowe Family Trust, a legally recognized trust entity, which shall serve as the initial member and managing entity of the LLC.

ARTICLE III - REGISTERED AGENT AND OFFICE

1. Registered Agent: The registered agent for service of process shall be Joshua Rowe, Trustee.

2. Registered Office: The principal and registered office of the Company shall be located at 2493 Crescenzo Way Lexington KY 40511, or at such other location as may be designated by the Managing Member.

ARTICLE IV - PURPOSE

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The purpose of the Company is to engage in any lawful business, trade, or limited liability company may be organized under the laws of Kentucky, including to structured finance, securitization, investment holdings, and business

ARTICLE V - MANAGEMENT

The management of the Company shall be vested in its sole Managing Member, which shall be The Living Rowe Family Trust. The Trustee of the Trust shall have full authority to act on behalf of the Company in all matters.

ARTICLE VI - DURATION

The Company shall have perpetual existence unless dissolved by the Managing Member in accordance with the laws of Kentucky.

ARTICLE VII - LIMITED LIABILITY

The debts, obligations, and liabilities of the Company, whether arising in contract, tort, or otherwise, shall be solely the responsibility of the Company. The members shall not be personally liable for any such debts, obligations, or liabilities solely by reason of being members of the Company.

ARTICLE VIII - CAPITAL CONTRIBUTIONS

The initial capital contribution of the sole member shall be assets in the range of \$40,000-\$80,000 including contracts and equipment including vehicles and trailers for the business's daily functions. Additional contributions may be made at the discretion of the Managing Member.

ARTICLE IX - TRANSFERABILITY OF INTEREST

Membership interests in the Company may be assigned or transferred only with the written consent of the Managing Member. Any unauthorized transfer shall be deemed null and void.

ARTICLE X - TAX TREATMENT

The Company shall be treated as a disregarded entity or pass-through entity for tax purposes, unless otherwise elected by the Managing Member.

ARTICLE XI - AMENDMENTS

These Articles of Organization may be amended or modified only by the M compliance with applicable state laws.

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ARTICLE XII - INDEMNIFICATION

The Company shall indemnify and hold harmless its Managing Member, members, trustees, officers, employees, and agents to the fullest extent permitted by law against any claims, liabilities, losses, or expenses arising out of their authorized acts on behalf of the Company.

ARTICLE XIII - DISSOLUTION

The Company shall be dissolved upon the occurrence of any of the following events:

1. A decision by the Managing Member to dissolve the Company.
2. The death or incapacity of the Trustee of The Living Rowe Family Trust, unless a successor Trustee is appointed.
3. Entry of a decree of judicial dissolution under the laws of Kentucky.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this February 6, 2025.

Organizer:
The Living Rowe Family Trust
By: _____
Joshua Rowe, Trustee
Date: February 6, 2025

Registered Agent Acceptance:
I hereby accept the appointment as Registered Agent for TDG HOLDINGS LLC.

By: _____
Name: Joshua Rowe, Trustee
Date: February 6, 2025

This filing will be effective on **Thursday, February 6, 2025.**

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Signature of individual signing on behalf of **Organizer: Trustee
Joshua Rowe**

I, **Joshua Rowe trustee**, consent to sign for **LIVING ROWE FAMILY TRUST** who serves as the Registered Agent on behalf of this entity on Thursday, February 6, 2025.