

ARTICLES OF ORGANIZATION
OF
LOUISVILLE NORTHEAST HOSPITALITY, L.L.C.
A KENTUCKY LIMITED LIABILITY COMPANY

ARTICLE I

The name of the limited liability company shall be Louisville Northeast Hospitality, L.L.C. ("Company").

ARTICLE II

The duration of this Company shall be perpetual unless and until sooner dissolved in the manner and form as is provided in Company's Operating Agreement, or if none, as provided by the laws of the Commonwealth of Kentucky.

ARTICLE III

The purpose for which this Company is organized shall be the transaction of any and all lawful business for which a limited liability company may be established under Kentucky law, namely Chapter 275 of the Kentucky Revised Statutes, including, but not limited to the ownership, leasing, utilizing and disposing of real and personal assets.

ARTICLE IV

The initial street address of the Company's initial registered office shall be located at 920 Frederica Street, Owensboro, Kentucky 42301 and the initial registered agent at that office shall be Madison C. Silvert.

ARTICLE V

The mailing address of the initial principal office of the Company shall be located at 920 Frederica Street, Owensboro, Kentucky 42301.

ARTICLE VI

The Company has at least two (2) or more Members.

ARTICLE VII

The Company is managed by a manager or managers as further provided in the Company's Operating Agreement.

ARTICLE VIII

Matters regarding Members' ownership rights are as follows:

(1) There shall be one thousand (1,000) units of Regular Membership authorized, from which units shall be originally issued to each of the Members as determined by a vote of the Members of the Company.

(2) There shall be no other classification of Membership.

(3) The rights of the Members as to allocations of income, gain, credits, deductions, or loss, and allocations of distributions shall be fully set forth in the Operating Agreement of the Company, as may be amended hereafter, to which reference is hereby made. Otherwise, it shall be proportional to the units of membership held by each Member.

(4) There shall be provided to each Member a written certificate evidencing the ownership of membership units, on a form as approved by the Company.

(5) The Company shall maintain a current membership list, reflecting the names, addresses, number of units held, and the consideration provided for the units held by the Members.

(6) Unless provided for otherwise in the Company's Operating Agreement, all voting matters regarding the operation of Company shall be one vote for each membership unit held by a Member.

ARTICLE IX

The Company may elect to act pursuant to a written Operating Agreement. Provided, to the extent not otherwise provided in these Articles of Organization or said Operating Agreement, Chapter 275 of the Kentucky Revised Statutes shall fully apply in regard to the operation and activity of this limited liability company.

IN TESTIMONY WHEREOF, witness the signatures of the undersigned as signing Beginning Members of Louisville Northeast Hospitality, L.L.C., this the 26 day of March, 2019.

Bryant Family Irrevocable Trust

Sally Bryant

By: Sally Bryant, Trustee

Sarah Clay Mardam-Bey

Sarah Clay Mardam-Bey

Madison C. Silvert

Madison C. Silvert

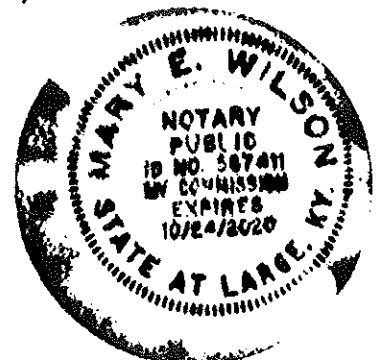
STATE OF KENTUCKY)
) SCT
COUNTY OF DAVIESS)

The foregoing instrument was subscribed and sworn to before me this the 26 day of March 2019, by Sally Bryant, Trustee of the Bryant Family Irrevocable Trust, Sarah Clay Mardam-Bey and Madison C. Silvert, as Beginning Members of Louisville Northeast Hospitality, L.L.C.

Notary Public Mary E. Wilson

My Comm. Expires: 10/24/20

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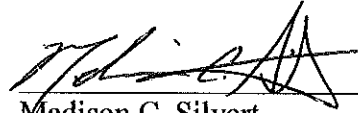


STATEMENT OF REGISTERED AGENT
OF
LOUISVILLE NORTHEAST HOSPITALITY, L.L.C.
A KENTUCKY LIMITED LIABILITY COMPANY

Pursuant to KRS 275.045, the undersigned does hereby consent to serve as the initial registered agent for Louisville Northeast Hospitality, L.L.C., and my name and address for service of process is as follows:

Madison C. Silvert
920 Frederica Street
Owensboro, Kentucky 42301

Date: 3/26/19



Madison C. Silvert
Registered Agent