

**ARTICLES OF ORGANIZATION  
FOR  
BERNARD BROTHERS PROPERTIES, LLC**

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

1. The name of the limited liability company (the "Company") is Bernard Brothers Properties, LLC.
2. The street address of the Company's initial registered office is 400 West Market Street, 32nd Floor, Louisville, Kentucky 40202-3363. The name of the Company's initial registered agent at that office is FBT LLC.
3. The Company is to be managed by one or more managers.
4. The mailing address of the initial principal office of the Company is P.O. Box 326 Leitchfield, Kentucky 42755.
5. The existence of the Company will be perpetual, except as provided in the Company's Operating Agreement.

FBT LLC, as organizer

By Linda Hunt  
Linda Hunt, Manager

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

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

FBT LLC

By

Linda Hunt

Linda Hunt, Manager

Date:

8-17-15