



COMMONWEALTH OF KENTUCKY
ELAINE N. WALKER, SECRETARY OF STATE

Division of Business Filings
Business Filings
 PO Box 718
 Frankfort, KY 40602
 (502) 564-3490
 www.sos.ky.gov

Articles of Organization
Professional Limited Liability Company

PLC

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 professional limited liability company is

EDMONDS LAW, PLLC

Article II: The street address of the professional limited liability company's initial registered office in Kentucky is

157 Barnwood Drive, Suite 205 Edgewood KY 41017

Street Address Only (No Post Office Box Numbers)

City

State

Zip Code

and the name of the initial registered agent at that office is Blaine J. Edmonds III

Article III: The mailing address of the professional limited liability company's initial principal office is

157 Barnwood Drive, Suite 205 Edgewood KY 41017

Street Address or Post Office Box Number

City

State

Zip Code

Article IV: The professional limited liability company is to be managed by (must check one):

☐

A. a manager(s).

☒

B. its member(s).

Article V: The profession to be practiced through the professional limited liability company:

Law

Article VI: This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is _____

(Delayed effective date and/or time)

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

[Signature]
 Signature of Organizer

Blaine J. Edmonds III

Printed Name

04/28/2011

Date

Signature of Organizer

Printed Name

Date

Signature of Organizer

Printed Name

Date

I, Blaine J. Edmonds III

, consent to serve as the registered agent on behalf of the limited liability company.

Print Name of Registered Agent

[Signature]
 Signature of Registered Agent

Blaine J. Edmonds III

Printed Name

04/28/2011

Date

FILING INSTRUCTIONS

ARTICLES OF ORGANIZATION
OF
EDMONDS LAW, PLLC

The undersigned Organizer, Blaine J. Edmonds III, executes these Articles of Organization for the purpose of forming a Professional Limited Liability Company under Chapter 275 of the Kentucky Revised Statutes and the laws of the Commonwealth of Kentucky in accordance with the following provisions:

ARTICLE I

NAME

The name of the Limited Liability Company is EDMONDS LAW, PLLC.

ARTICLE II

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

This initial registered agent shall be Blaine J. Edmonds III. The street address of the initial registered office of the Limited Liability Company in the Commonwealth of Kentucky is 157 Barnwood Drive, Suite 205, Edgewood, Kentucky 41017.

ARTICLE III

INITIAL PRINCIPAL OFFICE

The mailing address of the initial principal office of the Limited Liability Company is 157 Barnwood Drive, Suite 205, Edgewood, Kentucky 41017.

ARTICLE IV

MEMBERS

The Limited Liability Company has at least two (2) members and they are: Blaine J. Edmonds III and Jennifer M. Edmonds.

ARTICLE V

PURPOSES AND POWERS

This Professional Limited Liability Company is formed for all lawful purposes and has the power to do all things necessary and convenient in transacting business and carrying on its business affairs, specifically including the practice of law.

ARTICLE VI

MANAGEMENT

The management of the Limited Liability Company shall be by its members

ARTICLE VII

PERIOD OF DURATION

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE VIII

ORGANIZER

The name and address of the Organizer is Blaine J. Edmonds III, 157 Barnwood Drive, Suite 205, Edgewood, Kentucky 41017. .

ARTICLE IX

INDEMNIFICATION

The Professional Limited Liability Company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or organizer of the Professional Limited Liability Company, or is or was serving at the request of the Professional Limited Liability Company as a director, trustee,

officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorney's fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the Professional Limited Liability Company, and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably to be in, or at least not opposed to, the best interests of the Professional Limited Liability Company.

The foregoing indemnification shall not apply in the case of an action, suit or proceeding instituted by one or more members of the Professional Limited Liability Company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonable entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.

Expenses of each person indemnified hereunder incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals,)

or threat thereof, may be paid by the Professional Limited Liability Company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to indemnified by the Professional Limited Liability Company.

IN WITNESS WHEREOF, the undersigned Organizer executes these Articles of Organization and certifies to the truth of the facts contained therein this 28 day of April, 2011.

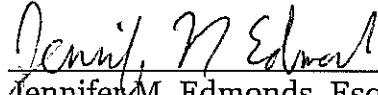
[Signature]
Organizer

COMMONWEALTH OF KENTUCKY
COUNTY OF Kenton

This day personally appeared before me, Blaine J. Edmonds III, who first being duly cautioned and sworn, declared he/she is the Organizer of EDMONDS LAW, PLLC, and that he/she has signed the foregoing instrument as the Organizer of the Professional Limited Liability Company and acknowledges that the statements contained therein are true. I witness my hand and seal at the office this 28 day of April, 2011.

[Signature]
Notary Public
My commission expires: 7/17/2014

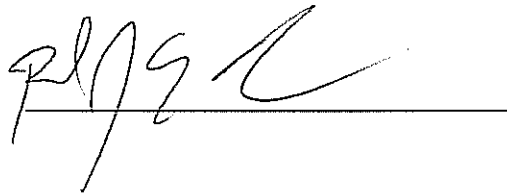
THIS INSTRUMENT PREPARED BY:

A handwritten signature in cursive script, reading "Jennifer M. Edmonds", is written over a horizontal line.

Jennifer M. Edmonds, Esq.
722 Coachway Court
Taylor Mill, Kentucky 41015

ORIGINAL APPOINTMENT OF REGISTERED AGENT
AND ACCEPTANCE OF APPOINTMENT

The undersigned, being the Organizer of EDMONDS LAW, PLLC hereby appoints Blaine J. Edmonds III, a natural person resident in Kentucky, in which the Professional Limited Liability Company has its principal office, whose address is 157 Barnwood Drive, Suite 201, Edgewood, Kenton County, Kentucky, as the person upon whom any process, notice or demand required or permitted by law to be served upon the Professional Limited Liability Company may be served.

A handwritten signature in black ink, appearing to read "Blaine J. Edmonds III", is written over a horizontal line.

I hereby accept appointment as registered agent of your Professional Limited Liability Company upon whom any process, notice or demand required or permitted by law to be served upon the Professional Limited Liability Company may be served.

Dated: _____, 2011