

In the State of KENTUCKY

**Operating Agreement**  
for  
**SOLARIS HOMES** Limited Liability Company ("Company")

**Article I - Organization**

- 1.1 Formation.** The Company has been organized as a member-managed limited liability company under applicable state law.
- 1.2 Purpose.** The Company has been formed to carry out any lawful business activity under applicable law limited only by state filings. Any activity necessary or convenient for the Company shall be deemed proper in furthering the financial strength of the Company.
- 1.3 Duration.** The Company shall exist perpetually subject only to operation of law or Member dissolution as provided by statute.
- 1.4 Registered Agent and Registered Office.** The Registered Agent and Registered Office of the Company shall be the individual and address listed on appropriate filings. Any change to these designations shall only happen by Member resolution or operation of controlling law.
- 1.5 No Liability of Members or Managers.** Unless otherwise required by law or subsequent Member action, no Member or Manager of the Company shall be personally liable for the debts, obligations or acts of the Company.

**Article II - Membership**

**2.1 Membership Interests.** The Members of the Company are as follows:

Name:	Number of Shares:
James YAP Kee Cheong	One (1)
Wei Yee CHEN	One (1)

**Article III - Member Voting**

**3.1. Member Voting Rights.** For the purposes of Member voting each share shall count as one vote. Member voting rights shall follow default operation of law and subsequent Member resolution changing these procedures subject to applicable statutory requirements

**Article IV - Managers**

**4.1 Designation of Managers.** The Company is initially formed as a member-managed LLC. Non-Member Managers, if appointed later, shall hold office and management powers upon Member approval in accordance with applicable law or any subsequent voting procedures later ratified by the Members of the Company.

**Article V - Transfer of Membership Interest Prohibited**

**5.1 Transferability of Interest.** No Member of the Company shall transfer their shares or interest in the Company without unanimous Member approval in writing, subject only to applicable statutory requirements. Each Member agrees that they will not sell, gift, transfer, encumber, assign, or otherwise transfer their shares whether voluntarily or involuntarily without unanimous Member approval.

**Article VI - Amendment of this Agreement**

**6.1 Procedure.** Each Member agrees that a simple majority vote of Member interests may ratify an amended Operating Agreement, whether by addendum or restatement, at a later time.

**6.2 Whole Agreement.** This Operating Agreement represents the entire agreement of each Member listed here. Any modification is subject to the voting procedures above or default operation of law in this jurisdiction.

Signed,

Solaris Homes LLC, by

  
James Yap Kee Cheong  
Member - Chief Executive Officer  
Date: May-02-2014

  
Wei Yee Chen  
Member - Executive Director  
Date: May-02-2014



**COMMONWEALTH OF KENTUCKY**  
**ALISON LUNDERGAN GRIMES, SECRETARY OF STATE**

Division of Business Filings  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 564- 490  
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Articles of Organization  
Limited Liability Company

KLC

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

Solaris Homes LLC

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

19 Floral Ave

Fort Mitchell

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 James Yap Kee Cheong

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

19 Floral Ave

Fort Mitchell

KY

41017

Street Address or Post Office Box Number

City

State

Zip Code

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

☐

A. manager(s).

☒

B. its member(s).

Article V: 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 of Organizer

James Yap Kee Cheong

May-02-2014

Printed Name & Title

Date

Signature of Organizer

Wei Yee Chen

May-02-2014

Printed Name & Title

Date

Print Name of Registered Agent

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

Wei Yee Chen

May-02-2014

Signature of Registered Agent

Printed Name

Date