

COMMONWEALTH OF KENTUCKY ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

Division of Business Filings Articles of Organization **KLC Business Filings** Limited Liability Company PO Box 718 Frankfort, KY 40602 (502) 564-3490 www.sos.kv.gov 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 Phoenix Group of Kentucky, LLC Article II: The street address of the limited liability company's initial registered office in Kentucky is 2716 Old Rosebud, STE 201A Lexington KY 40509 Street Address Only (No Post Office Box Numbers) City State Zip Code and the name of the initial registered agent at that office is Northwest Registered Agent, LLC Article III: The mailing address of the limited liability company's initial principal office is Street Address or Post Office Box Number Zip Code Article IV: The limited liability company is to be managed by (must check one); A. 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. Aimee Fiedler Organizer 1/5/2015 Date Signature of Organizer Printed Name & Title Date Northwest Registered Agent, LLC consent to serve as the registered agent on behalf of the limited liability company. Dan Keen - Manager 1/5/2015 Printed Name Date

(01/12)

Distribution Language

LLC:

The Members/Managers may in their discretion distribute the profits and/or capital of the LLC business pro rata or non-pro rata as they deem advisable. If the Members/Managers make non-pro rata distributions, those distributions shall be taken into account in recalculating each Members/Managers Capital Account (and/or Drawing Account) at the end of the LLCs fiscal year.