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LAOO

Alison Lundergan Grimes
Kentucky Secretary of State

Received and Filed:
5/11/2016 11:23 AM
Fee Receipt: \$40.00

**ARTICLES OF ORGANIZATION
OF
WHISTLING TREES FARM, LLC**

The undersigned hereby forms a limited liability company under chapter 275 of the Kentucky Revised Statutes and adopts as the Articles of Organization of such limited liability company the following:

I. THE NAME OF THE LIMITED LIABILITY COMPANY:

WHISTLING TREES FARM, LLC

II. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

A. Initial Registered Office

c/o Scott Mattmiller
Mattmiller-Crosbie, PLLC
PNC Bank Building
301 East Main Street, Ste. 750
Lexington, Kentucky 40507

B. Initial Registered Agent

Scott Mattmiller
Mattmiller-Crosbie, PLLC
PNC Bank Building
301 East Main Street, Ste. 750
Lexington, Kentucky 40507

III. MAILING ADDRESS OF INITIAL PRINCIPAL OFFICE

c/o David C. Clarkson
110 South Hanover
Lexington, Kentucky 40502

IV. MANAGEMENT

The company will be managed by its members.

V. THE PERIOD OF ITS DURATION

The duration of the company shall be perpetual.

Dated: May 10th, 2016

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization and hereby swears that he has read the foregoing Articles and that the statements therein are true and correct to the best of his knowledge and belief as of the date hereof.



**M. SCOTT MATTMILLER
ORGANIZER**

STATE OF KENTUCKY)
) SCT.
COUNTY OF FAYETTE)

The forgoing instrument was acknowledged before me this 10th day of May, 2016 by M. Scott Mattmiller as Organizer of Whistling Trees Farm, LLC, for and on behalf of said limited liability company.

My Commission Expires

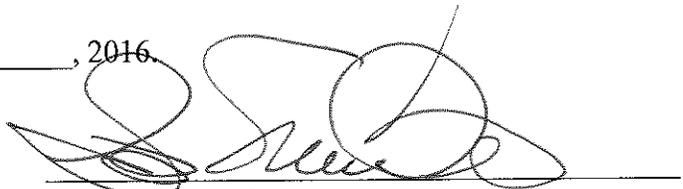
December 11, 2018

Kate Preby 524318
Notary Public, Kentucky,
State at Large

CONSENT TO SERVE AS AGENT FOR SERVICE OF PROCESS

I, Scott Mattmiller, voluntarily consent to serve as the registered agent for Whistling Trees Farm, LLC, LLC on the date shown below.

Dated this 10th day of May, 2016.



M. Scott Mattmiller

PREPARED BY:

MATTMILLER CROSBIE, PLLC
301 East Main Street, Ste. 750
Lexington, Kentucky 40507

By 