



COMMONWEALTH OF KENTUCKY
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

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

Brains & Brawn LLC

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

| | | | |
|--|----------------------|-----------|--------------|
| 53 Buttermilk Pike PO Box 17722 | Lakeside Park | LY | 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 **DayStar Financial Services LLC**

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

| | | | |
|--|----------------------|-----------|--------------|
| PO Box 17722 | Lakeside Park | 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. 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.

| | | |
|--|---------------------------------|------------------|
|  | Charles R Payne - Member | 1/18/2013 |
| Signature of Organizer | Printed Name & Title | Date |

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|------------------------|----------------------|------|
| Signature of Organizer | Printed Name & Title | Date |
|------------------------|----------------------|------|

I, **DayStar Financial Services LLC**, consent to serve as the registered agent on behalf of the limited liability company.

| | | |
|--|---------------------------------|------------------|
|  | Charles R Payne - Member | 1/18/2013 |
| Signature of Registered Agent | Printed Name | Date |