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Alison Lundergan Grimes
Kentucky Secretary of State

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**ARTICLES OF ORGANIZATION
OF
PURCHASE INDEPENDENT PHYSICIANS ACO, LLC**

The undersigned organizer sets forth the following Articles of Organization for the purpose of forming a limited liability company (the "Company") pursuant to Kentucky Revised Statutes Chapter 275.

**ARTICLE ONE
NAME**

The name of the Company is PURCHASE INDEPENDENT PHYSICIANS ACO, LLC.

**ARTICLE TWO
PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Company is 225 Medical Center Drive, Suite 201, Paducah, KY 42003.

**ARTICLE THREE
REGISTERED OFFICE AND AGENT**

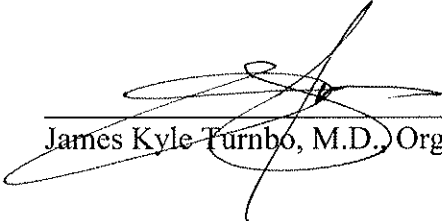
The name of the Company's registered agent, whose consent to appointment as registered agent is included with these Articles, is Glenn D. Denton, and the street address of the initial registered office within the state is 555 Jefferson, Suite 301, Paducah, KY 42001.

**ARTICLE FOUR
MANAGEMENT**

The business of the limited liability company shall be managed by one or more managers.

**ARTICLE FIVE
ORGANIZER**

The name and address of the organizer of the Company is James Kyle Turnbo, M.D., 546 Lone Oak Road, Paducah, KY 42003


James Kyle Turnbo, M.D., Organizer

STATE OF KENTUCKY)

COUNTY OF McCracken)

Subscribed, sworn to, and acknowledged before me this 29th day of April, 2016,
by James Kyle Turnbo.

My commission expires 2/7/19.

Anna K. Collie, 527172
Notary Public, State at Large

STATEMENT OF INITIAL REGISTERED AGENT

The undersigned, Glenn D. Denton hereby consents to serve as the initial
registered agent for Purchase Independent Physicians ACO, LLC, a limited liability company
organized under the laws of the Commonwealth of Kentucky.



Glenn D. Denton

STATE OF KENTUCKY)

COUNTY OF McCracken)

Subscribed, sworn to, and acknowledged before me this 29th day of April, 2016,
by Glenn D. Denton.

My commission expires 2/7/19.

Anna K. Collie, 527172
Notary Public, State at Large

This instrument prepared by:



DENTON LAW FIRM, PLLC
P. O. Box 969
Paducah, KY 42002-0969