

**Articles of Organization**  
**of**

**BEC Myers II LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to the Kentucky Limited Liability Company Act and adopts the following Articles of Organization of such limited liability company:

**Article I**

The name of the limited liability company is:

BEC Myers II LLC

**Article II**

The name and street address of the registered agent is:

SKO-Louisville Services, LLC  
500 West Jefferson Street  
Suite 2000  
Louisville, Kentucky 40202-2828  
Facsimile: (502) 560-4208

**Article III**

The mailing address of the initial principal place of business of the limited liability company is:

500 West Jefferson Street  
Suite 2000  
Louisville, Kentucky 40202-2828

**Article IV**

The management of the limited liability company is reserved to one or more managers elected and/or appointed in accordance with the operating agreement of the limited liability company. Only those elected or appointed as managers may bind the limited liability company, and no member, by reason of being a member, may bind the limited liability company. The

authority of the managers shall be exercised in accordance with the operating agreement of the limited liability company.

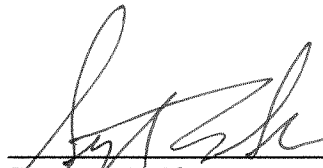
#### **Article V**

The duration of the limited liability company shall be perpetual, save and until its dissolution in accordance with the Kentucky Limited Liability Company Act and the operating agreement of the limited liability company.

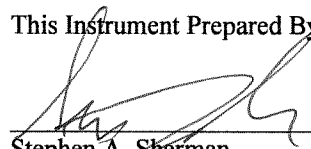
#### **Article VI**

Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts, obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

Date: January 16, 2019

  
\_\_\_\_\_  
Stephen A. Sherman

This Instrument Prepared By:

  
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Stephen A. Sherman  
Stoll Keenon Ogden PLLC  
200 PNC Plaza  
500 West Jefferson Street  
Louisville, Kentucky 40202  
(502) 568-5405

**Consent of Initial Agent to Serve as  
Registered Agent for Service of Process**

SKO-Louisville Services, LLC, having a principal place of business at 500 West Jefferson Street, Suite 2000, Louisville, Kentucky 40202-2828, hereby agrees and consents to serve as registered office and agent for service of process of BEC Myers II LLC.

By: 

SKO-Louisville Services, LLC by Thomas  
E. Rutledge, Manager

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