

**ARTICLES OF ORGANIZATION****OF****COMPASS CAPITAL RETAIL PARTNERS II, LLC**

The undersigned, serving as the organizer, pursuant to KRS Chapter 275, hereby executes and files the following Articles of Organization for the purpose of forming a Kentucky limited liability company under the Kentucky Limited Liability Company Act.

**ARTICLE 1****NAME**

The name of the limited liability company shall be COMPASS CAPITAL RETAIL PARTNERS II, LLC.

**ARTICLE 2****INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The initial registered office of the limited liability company shall be located at 131 Kentucky Avenue, Lexington, Kentucky 40502, and the initial registered agent at such office shall be Thomas E. Jameson.

**ARTICLE 3****INITIAL PRINCIPAL OFFICE**

The mailing address of the initial principal office of the limited liability company shall be located at 131 Kentucky Avenue, Lexington, Kentucky 40502.

**ARTICLE 4****STATEMENT OF MANAGEMENT**

The affairs of the limited liability company are to be managed by one or more managers, subject to the provisions of its Operating Agreement.

The undersigned hereby certifies that the foregoing constitutes the Articles of Organization of Compass Capital Retail Partners II, LLC.

Executed by the undersigned February 9, 2021.

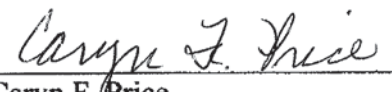
  
Thomas E. Jameson, Organizer

**CONSENT OF INITIAL REGISTERED AGENT**

Pursuant to the provisions of KRS Chapter 275, the undersigned as the initial registered agent identified in Article II of the Articles of Organization of Compass Capital Retail Partners II, LLC (the "Company"), hereby consents to serve the Company in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Limited Liability Company Act.

  
Thomas E. Jameson

THIS INSTRUMENT PREPARED BY:

  
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