

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes
Secretary of State
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Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Organization
Limited Liability Company

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

Levi Oil and Gas, LLC

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

CT Corporation System, 306 W. Main Street, Frankfort, KY 40601

and the name of the initial registered agent at that address is **C T Corporation System**

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

Brandon Point Offices, 3807 Brandon Ave SW Ste 245, Roanoke, VA 24018

Article IV: The limited liability company is to be managed by **Members**

Executed by the Organizers on Friday, December 20, 2013

Name of Organizer: **Paige Lester Pruett**

Name of Organizer: **Kimberlee Lester Smith**

Signature of individual signing on behalf of Organizer:

Kimberlee Lester Smith

I, **C T Corporation System**, consent to serve as the Registered Agent on behalf of the limited liability company.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Sierra Burris