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**Alison Lundergan Grimes**  
**Kentucky Secretary of State**

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**ARTICLES OF ORGANIZATION  
OF  
HERITAGE ACRES LAWN CARE LLC**

**We, the undersigned persons, do hereby adopt the following Articles of Organization for the purpose of forming a Kentucky Limited Liability Company.**

**Article I NAME**

**The name of the limited liability company is to be Heritage Acres Lawn Care LLC.**

**Article II BUSINESS PURPOSE**

**The Company is organized to perform any and all lawful acts pertaining to the management of any lawful business as well as to engage in and to do any lawful act concerning any and all lawful business for which a Limited Liability Company may be organized under the Kentucky Limited Liability Company Act and any amendments thereto.**

**Article III REGISTERED AGENT**

**The Company shall continuously maintain an agent in the State of Kentucky for service of process who is an individual residing in said state. The name and address of the initial registered agent shall be Roch Elias Liles, 1530 Diederich Blvd Apt 9, Russell, KY 41169.**

**Article IV MEMBERS**

**The names and street addresses of Members who shall constitute the initial Members of the Company are as follows:**

**Roch Elias Liles  
1530 Diederich Blvd  
Apt 9  
Russell, KY 41169**

**Zachary Alan Liles  
2701 Farmhill Dr  
Apt 4  
Flatwoods, KY 41139**

## **Article V MANAGEMENT**

**The Company shall be Member managed.**

**Roch Elias Liles  
1530 Diederich Blvd  
Apt 9  
Russell, KY 41169**

**Zachary Alan Liles  
2701 Farmhill Dr  
Apt 4  
Flatwoods, KY 41139**

## **Article VI DESIGNATED OFFICE**

**The company's registered office shall be its designated office.**

**1530 Diederich Blvd  
Apt 9  
Russell, KY 41169**

## **Article VII RECORDS**

**The Company shall keep at its designated office or a statement that the company's registered office shall be its designated office, which records include, but are not limited to the following:**

### **VII.1**

A current list, in alphabetical order, of the names and current business street address of each Organizer who is not a member or manager.

### **VII.2**

A copy of the stamped Articles of Organization and all *certificates of amendment thereto*.

### **VII.3**

Copies of all tax returns and financial statements of the Company for the past 3 years.

## **Article VIII CONTRIBUTIONS**

**No Member shall be obligated to make any contribution to the Company except those specifically set forth in the Operating Agreement adopted by the Members of the Company.**

## Article IX DISSOLUTION

This Company shall be dissolved with the written consent of all its Members.

## Article X ANNUAL REPORT

The Company shall file all annual reports required by Kentucky Law between the months of January and June as required by 14A.6-010, Kentucky Revised Statutes.

## Article XI AMENDMENTS

The Articles of Organization shall be amended from time to time as required by 275.030, Kentucky Revised Statutes.

## Article XII ARBITRATION

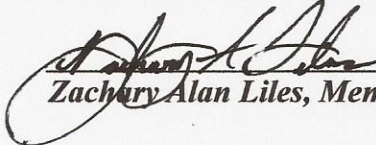
Any controversy or claim arising out of or relating to these Articles, or the breach thereof shall be settled by arbitration in accordance with the Commercial Arbitration Rules of the American Arbitration Association, and judgment upon the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof.

The decision of the arbitrator(s) shall be final and binding upon the parties, subject to rights pursuant to the Kentucky Uniform Arbitration Act as set out in the Kentucky Revised Statutes, 417.045 through 417.240.

## Article XIII SIGNATURES

All Members of the Company shall sign these Articles of Organization.

  
\_\_\_\_\_  
Roch Elias Liles, Member

  
\_\_\_\_\_  
Zachary Alan Liles, Member

DATED this 8<sup>th</sup> day of May, 2014.