

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

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Alison Lundergan Grimes  
Secretary of State  
Received and Filed  
4/19/2012 8:11:51 AM  
Fee receipt: \$40.00

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**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

**Blue Horse Brewing, LLC**

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

**1131 Richmond Road, Lexington, KY 40502**

and the name of the initial registered agent at that address is **James Edward Clemons**

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

**1131 Richmond Road, Lexington, KY 40502**

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

Executed by the Organizers on Thursday, April 19, 2012

Name of Organizer: **Kore Tremayne Donnelly**

Signature of individual signing on behalf of Organizer: **Kore Tremayne Donnelly**

Name of Organizer: **Nico Martin Schulz**

I, **James Edward Clemons**, 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:

**James Edward Clemons**