

0864494.06

mstratton
LAOO

Alison Lundergan Grimes
Kentucky Secretary of State

Received and Filed:
8/13/2013 12:37 PM
Fee Receipt: \$40.00

**ARTICLES OF ORGANIZATION
OF
MIDLAND AND WESTERN II, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to the Kentucky Limited Liability Company Act (the Act), and pursuant to KRS 275.025, the following information is set forth:

ARTICLE I

The name of the limited liability company is Midland and Western II, LLC (the Company).

ARTICLE II

The street address of the Company's initial registered office is 2181 Boonesborough Road, Richmond, Kentucky 40475. The name of the Company's initial registered agent at that office is John Cavendish.

ARTICLE III

The mailing address of the initial principal office of the Company is 2181 Boonesborough Road, Richmond, Kentucky 40475.

ARTICLE IV

The Company will be managed by its Members in accordance with the Operating Agreement of the Company.

ARTICLE V

The Company does not have a specific date of dissolution. The Company shall dissolve as provided in the Act and the Company's Operating Agreement.

ARTICLE VI

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

August 13, 2013
DATE



THOMAS RAWLINGS
TITLE: ORGANIZER

CONSENT OF INITIAL AGENT FOR SERVICE OF PROCESS TO SERVE

The undersigned hereby agrees and consents to serve as the initial registered agent for service of process of the Company.

8/13/13
DATE

John Cavendish
JOHN CAVENDISH

PREPARED BY:

J. Thomas Rawlings
J. THOMAS RAWLINGS, ESQ.
BOWLES RICE, LLP
333 West Vine Street, Suite 1700
Lexington, KY 40507
(859) 252-2202
(859) 259-2927 (facsimile)