

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Secretary of State
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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

BASA Holdings, LLC

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

200 South Main Street, P.O. Box 361, Marion, KY 42064

and the name of the initial registered agent at that address is **Robert Frazer**

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

P.O. Box 389, Marion, KY 42064

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

Executed by the Organizers on Monday, December 17, 2012

Name of Organizer: **William R Frazer**

Signature of individual signing on behalf of Organizer: **William R Frazer**

Name of Organizer: **Walt Gaylord**

I, **Robert Frazer**, 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:

Robert Frazer