Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of St

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Alison Lundergan Grimes
Secretary of State
Received and Filed
9/9/2014 2:42:49 PM
Fee receipt: $40.00

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

Western Resources, LLC

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

1001 Frederica Street, Suite 300, Owensboro, KY 42301

and the name of the initial registered agent at that address is **Kevin A. Hayden**

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

P.O. Box 35, Fordsville, KY 42343

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

Executed by the Organizer on Tuesday, September 09, 2014

Name of Organizer: **Karen S Kurtz**
Signature of individual signing on behalf of Organizer: **Karen S Kurtz**

I, **Kevin A. Hayden**, 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:

Kevin A. Hayden