

**Commonwealth of Kentucky  
Trey Grayson, 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

**Hermitage Properties II LLC**

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

**400 West Market Street, 32nd Floor, Louisville, KY 40202-336**

and the name of the initial registered agent at that address is **FBT LLC**

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

**710 West Main Street, Suite 201, Louisville, KY 40202**

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

Executed by the Organizer on Monday, March 08, 2010

Name of Organizer: **FBT LLC**

Signature of individual signing on behalf of Organizer:  
**Elizabeth A. Cooper**

I, **FBT LLC**, 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:

Elizabeth A. Cooper