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BETH WOODS
REBECCA ZUNG
DALE KLAUS, JR.

January 9, 2001

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Ramsey Ent/General
Chloe-Ramsey, LLC
Our File No. 6033-01

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Organization and the Designation of Registered Agent/Registered Office for the above named limited liability company. Also enclosed is a check in the amount of \$133.75 which represents the following:

Articles of Organization Filing Fee	\$ 100.00
Registered Agent - Filing Fee	\$ 25.00
Certified copy of Articles	\$ 8.75 5.00
TOTAL	\$ 133.75

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***133.75 ***133.75

If you find these enclosures to be in order, please file the same and return one certified copy to this office.

If you have any questions regarding the enclosed, or I may be of any assistance to you, please do not hesitate to contact me.

Sincerely,


Luanne M. Rogers, CLAS
Civil Litigation Specialist

/lmr
Enclosure
Copy to: B. Ramsey

FILED
01 JAN 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L01-725
OK

**ARTICLES OF ORGANIZATION OF
CHLOE-RAMSEY, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of this limited liability company is CHLOE-RAMSEY, L.L.C., referred to in these Articles of Organization as the "Company."

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The principal office and mailing address of the Company is 85 Weddington Branch Road, Pikeville, KY 41501. The Company's registered agent is William J. Hazzard, whose office is located at Asbell, Coleman, Ho & Hazzard, P.A., 365 5th Avenue South, Suite 202, Naples, Florida 34102.

**ARTICLE III
DURATION**

The Company shall have perpetual duration.

**ARTICLE IV
ORGANIZER**

The organizers of the Company are: George Franklin Ramsey as Trustee of the William N. Ramsey, Jr. Children's Trust u/a/d 1/1/93; William Norman Ramsey, Jr. and George Franklin Ramsey, as Co-Trustees of the Susan Ramsey Aldrich 1999 Irrevocable Trust u/a/d 8/17/99; William N. Ramsey, Sr. as Trustee of the George F. Ramsey Children's Trust u/a/d 6/22/92, and John H. Rasnick as Managing Member of Chloe Partners, LLC, the who are natural persons at least eighteen (18) years old.

**ARTICLE V
PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

**ARTICLE VI
MANAGEMENT**

The Company is to be managed by the members as further provided in the Company's operating agreement. No member other than the Managing Members are agents of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, each of whom, individually shall have that authority. The name and address of the Managing Member (collectively "Managing Member") are:

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JAN 11 PM 5:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

George Franklin Ramsey as Trustee of the
William N. Ramsey, Jr. Children's Trust u/a/d 1/1/93
85 Weddington Branch Road
Pikeville, KY 41501

Chloe Partners, L.L.C., a Kentucky Limited Liability Company
101 Summit Drive, Suite 303
Pikeville, KY 41501

ARTICLE VII CONTRIBUTIONS

The members in the aggregate have contributed to the Company four Hundred
Dollars (\$ 400,00) in cash.

ARTICLE VIII ADMISSION OF NEW MEMBERS

The Company may admit new members as provided in the Company's operating agreement.

ARTICLE IX DISSOLUTION

Section 9.01 Dissolution and Dissolution Avoidance Following the Dissociation of a Member

Dissociation Defined. "Dissociation of a member" or "dissociation" occurs when the Company has notice or knowledge of an event that has terminated a member's continued membership in the Company.

(b) Means of Avoiding Dissolution Following Member Dissociation.

(i) To avoid dissolution under this Section 9.01(b), the Company must have at least two (2) remaining members. If dissociation leaves the Company with only one (1) remaining member, that member may admit an additional member.

(ii) In addition to any means for avoiding dissolution provided by statute, dissolution is avoided upon the dissociation of a member if, within five (5) days of the dissociation, consent to avoid dissolution is obtained from all of the remaining members. The consent may be by vote, at a properly called member meeting, or in writing.

ARTICLE X DISTRIBUTIONS

Section 10.01 Interim Distributions

The Company may make interim distributions of property to its members as agreed by all of the members.

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01 JAN 11 PM 5:00
SECRETARY OF STATE
KENTUCKY

Section 10.02 Winding-Up Distributions

The Company may make winding-up distributions of property to its members as agreed by all of the members.

**ARTICLE XI
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO
OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

Executed this ____ day of December, 2000.

Melissa C. Sanders
Witness #1

Melissa C. Sanders
Witness #1 - Printed Name

Lucretia Varney
Witness #2

LUCKETIA VARNEY
Witness #2 - Printed Name

Melissa C. Sanders
Witness #1

Melissa C. Sanders
Witness #1 - Printed Name

Lucretia Varney
Witness #2

LUCKETIA VARNEY
Witness #2 - Printed Name

Melissa C. Sanders
Witness #1

Melissa C. Sanders
Witness #1 - Printed Name

George Franklin Ramsey
George Franklin Ramsey as Trustee of the William
N. Ramsey, Jr. Children's Trust u/a/d 1/1/93

William N. Ramsey, Jr.
William Norman Ramsey, Jr. as Co-Trustee of the
Susan Ramsey Aldrich 1999 Irrevocable Trust u/a/d
8/17/99

George Franklin Ramsey
George Franklin Ramsey, as Co-Trustee of the Susan
Ramsey Aldrich 1999 Irrevocable Trust u/a/d 8/17/99

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01 JAN 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLA.

Witness #2

Lucracia Varney

Witness #2 - Printed Name

Lucracia Varney

Witness #1

John W. Ramsey

Witness #1 - Printed Name

John W. Ramsey

Witness #2

Susan R Aldrich

Witness #2 - Printed Name

Susan R Aldrich

Witness #1

Denease Harris

Witness #1 - Printed Name

Denease Harris

Witness #2

Cheryl L. Ray

Witness #2 - Printed Name

Cheryl L. Ray

CHLOE PARTNERS, L.L.C.

By: John Rasnick, Its Managing Member

William N. Ramsey Sr
William N. Ramsey, Sr. as Trustee of the George F.
Ramsey Children's Trust u/a/d 6/22/92

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01 JAN 11 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

CHLOE-RAMSEY, L.L.C.

2. The name and address of the registered agent and office is:

William J. Hazzard, Esq.
Asbell, Coleman, Ho & Hazzard, P.A.
365 5th Avenue South
Suite 202
Naples, Florida 34102

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent.



William J. Hazzard, Esq.

December 29, 2000

CLERK OF STATE
JAN 11 PM 5:00
TAMPA, FLORIDA

FILED