

**Kentucky Secretary of State
TREY GRAYSON**

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Trey Grayson
Secretary of State
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Division of Corporations
BUSINESS FILINGS

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**Statement of Change of Regist
or Registered Agent or Both**

Pursuant to the provisions of Chapter 271B, 273, 275, or 362 of the Kentucky Revised Statutes, the undersigned hereby applies to change the registered office of registered agent, or both on behalf of

SOUTH KENTUCKY PURCHASING, INC.

(Exact name of entity)

which is organized in the state of Kentucky, and for that purpose submits the following statements:

1. Name of current registered agent

Carroll M. Redford III

2. Registered agent is hereby changed to

William Spears

3. Address of current registered office


271 West Short Street
Suite 600
Lexington, KY 40507

4. Registered office is hereby changed to

501 Darby Creek Road #56
Lexington, KY 40509

The Street address of the registered office and the business office of the registered agent, as changed, will be identical.

**5. Signature of officer or chairman of the board
member, manager, or partner**

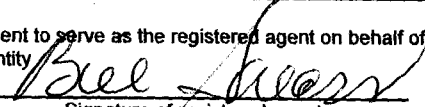


Signature and title
William Spears, President

Type or print name and title
February 15, 2009

Date

6. Consent of Registered Agent

I consent to serve as the registered agent on behalf of
this entity


Signature of registered agent
February 15, 2009

Date