

ARTICLES OF ORGANIZATION
OF
MTA, LLC

0627764.06 MMcCulloh
LAOO
Trey Grayson
Secretary of State
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The undersigned, acting as the organizer of a limited liability company under the Kentucky Limited Liability Company Act, Chapter 275 of the Kentucky Revised Statutes (the "Act"), adopts the following Articles of Organization for such limited liability company:

ARTICLE I

The name of the limited liability company shall be MTA, LLC.

ARTICLE II

The street address of the initial registered office of the limited liability company shall be 201 Price Road, Lexington, Kentucky 40511, and the name of the initial registered agent of the limited liability company at that office shall be Robert A. McGoodwin.

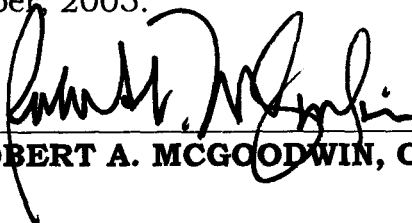
ARTICLE III

The mailing address of the initial principal office of the limited liability company shall be 201 Price Road, Lexington, Kentucky 40511.

ARTICLE IV

The limited liability company is to be managed by its member(s).

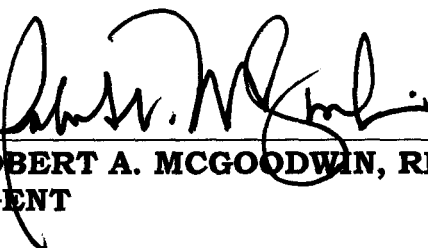
Dated this the 15th day of December, 2005.



ROBERT A. MCGOODWIN, ORGANIZER

STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT

Pursuant to the Act, the undersigned, as the initial registered agent identified in Article II of the Articles of Organization of **MTA, LLC**, a Kentucky limited liability company, hereby consents to serve the limited liability company in that capacity until such time as such appointment is terminated or the initial registered agent resigns in accordance with the Act.

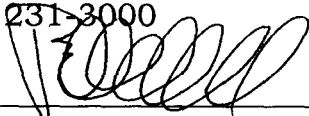


ROBERT A. MCGOODWIN, REGISTERED AGENT

THIS DOCUMENT PREPARED BY:

STOLL, KEENON & PARK, LLP
300 West Vine Street, Suite 2100
Lexington, Kentucky 40507
(859) 231-3000

BY: _____


Richard A. Nunnelley