

ARTICLES OF ORGANIZATION OF Louisville Brine Company, LLC

The undersigned hereby forms and organizes a limited liability company pursuant to the Kentucky Limited Liability Company Act and adopts the following Articles of Organization of such limited liability company:

ARTICLE I Name

The name of the limited liability company is **Louisville Brine Company, LLC**.

ARTICLE II Initial Principal Office

The mailing address of the initial principal office of the limited liability company in the Commonwealth of Kentucky is **1300 Witawanga Avenue, Louisville, Kentucky 40222**.

ARTICLE III Initial Registered Office and Registered Agent

The name and street address of the registered agent is: **Jacob L. Ragains, 1300 Witawanga Avenue, Louisville, Kentucky 40222**.

ARTICLE IV Management

The affairs of the limited liability company are to be managed by the members, subject to the provisions of its Operating Agreement.

ARTICLE V Members

The limited liability company will have at least one (1) member.

ARTICLE VI Duration

The duration of the limited liability company shall be perpetual, save and until its dissolution in accord with the Kentucky Limited Liability Company Act and the operating agreement of the limited liability company.

**ARTICLE VII
Effective Date**

This Application will be effective upon filing with the Kentucky Secretary of State.

**ARTICLE VIII
Personal Liability**

Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

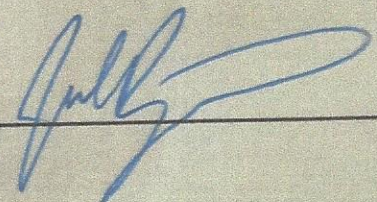
DATE: 1-8-2014



Melissa M. Bauer
Organizer

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to serve as the initial registered agent for Louisville Brine Company, LLC, as of the 8th day of January, 2014.



Jacob L. Ragains

This Instrument Prepared By:



Melissa M. Bauer
4302 Briarwood Road
Louisville, Kentucky 40207