

**ARTICLES OF ORGANIZATION
OF
RUSHMORE LEASING, LLC**

The undersigned person sets forth the following Articles of Organization for the purpose of forming a limited liability company (the "Company") under the Kentucky Limited Liability Company Act and pursuant to KRS 275.025.

**ARTICLE I
NAME**

The name of the Company is Rushmore Leasing, LLC.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the Company's initial registered office is 301 East Main Street, Suite 800, Lexington, Kentucky 40507, and the name of the Company's initial registered agent at that office is Robert C. Stilz, Jr.

**ARTICLE III
PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Company is 2201 West Jefferson Street, Louisville, Kentucky 40212.

**ARTICLE IV
MEMBERS**

The Company shall have two (2) Members.

**ARTICLE V
MANAGEMENT**

The management of the Company is reserved to the Manager, to be exercised in accordance with the Operating Agreement of the Company.

**ARTICLE VI
DURATION OF COMPANY**

The duration of the Company shall be perpetual.

**ARTICLE VII
ORGANIZER**

The Organizer of this Company is Robert C. Stilz, Jr., whose address is 301 East Main Street, Suite 800, Lexington, Kentucky 40507.

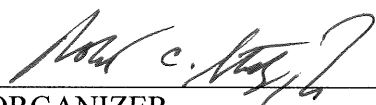
**ARTICLE VIII
OPERATING AGREEMENT**

The affairs of the Company and Members' interests in the Company shall be governed by a written Operating Agreement.

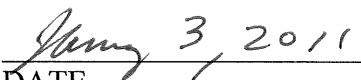
**ARTICLE IX
EFFECTIVE DATE**

These Articles shall be effective as of the 3rd day of January, 2011.

IN WITNESS WHEREOF, the Organizer hereby affirms under penalty of perjury that the information contained in this document is true and correct.



ORGANIZER



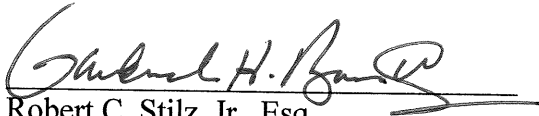
DATE

STATEMENT OF CONSENT OF REGISTERED AGENT

Pursuant to KRS 275, the undersigned, as the initial Registered Agent in the Articles of Organization of Rushmore Leasing, LLC dated January 3, 2011, and filed with the Kentucky Secretary of State's Office, hereby consents to serve the Company in that capacity until such time as such appointment is terminated in accordance with the Kentucky Limited Liability Company Act.


REGISTERED AGENT

THIS INSTRUMENT PREPARED BY:



Robert C. Stilz, Jr., Esq.

Garland H. "Andy" Barr, IV, Esq.

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