ARTICLES OF ORGANIZATION A TO Z AUTO GROUP, LLC

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Michael G. Adams Kentucky Secretary of State Received and Filed:

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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

The name of the limited liability company is:

A to Z Auto Group, LLC

ARTICLE II

The name and street address of the registered agent is:

Dartez Ashley 720 East 19th Street Owensboro, KY 42303

ARTICLE III

The mailing address of the principal place of business of the limited liability company is:

800 East 18th Street Owensboro, KY 42303

ARTICLE IV

The limited liability company has one member.

ARTICLE V

The management of the limited liability company is reserved to its Members, to be exercised in accordance with the operating agreement of the limited liability company.

ARTICLE VI

The duration of the limited liability company shall be perpetual, until its dissolution in accordance with the Limited Liability Act and the Operating Agreement of the limited liability company.

ARTICLE VII

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.

The undersigned, as the initial registered agent identified in Article II of the Articles of Organization of A to Z Auto Group, LLC, hereby consents to serve A to Z Auto Group, LLC in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Limited Liability Company Act.

By:

Registered Agent