ARTICLES OF ORGANIZATION

OF

METRICAL, 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

The name of the limited liability company is:

Metrical, LLC

ARTICLE II

The name and street address of the registered agent is:

Taft A. McKinstry
300 West Vine Street, Suite 600
Lexington, Kentucky 40507

ARTICLE III

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

Lexington Opera House
541 W. Short St. #10
Lexington, KY 40507

ARTICLE IV

The management of the limited liability company is reserved to the member(s), to be exercised in accordance with the Kentucky Limited Liability Act and the operating agreement of the limited liability company.

ARTICLE V

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 VI

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: July 23, 2013

Taft A. McKinstry, Organizer

This Instrument Prepared by:

Taft A. McKinstry, Esq.
Fowler Bell PLLC
300 West Vine Street, Suite 600
Lexington, Kentucky 40507-1660

Consent of Initial Agent for Service of Process to Serve

I, Taft A. McKinstry, having a principal place of business of 300 West Vine Street, Suite 600, Lexington, Kentucky 40507, hereby agree and consent to serve as registered office and agent for service of process of **METRICAL, LLC**.

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TAFT A. MCKINSTRY

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DATE