

**ARTICLES OF ORGANIZATION**  
**OF**  
**SHAMBLIN HOLDINGS, LLC**

I, the undersigned organizer of SHAMBLIN HOLDINGS, LLC (the “**Company**”), acting pursuant to the Kentucky Limited Liability Act, hereby adopt the following Articles of Organization for the Company.

**ARTICLE I**  
**NAME**

The name of the Company is Shamblin Holdings, LLC, a Kentucky limited liability company.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The address of the principal office of the Company shall be 10124 Plantation Pointe Drive, Loveland, Ohio 45140.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 3805 Ridgehurst Ct., Louisville, Kentucky 40299, and the name of the Company’s initial registered agent at such address is Kenny Nunn.

**ARTICLE IV**  
**PURPOSE**

The purpose for which the Company is organized is to act as a conduit for a self directed IRA to invest in various private and public investments, including but not limited to real estate, loans, financial paper, tax liens/deeds, private partnerships, various securities or such other investments as the Manager may deem appropriate. The activities of the Company shall at all times be limited to comply with this purpose and the applicable provisions of the Code, including without limitation Code Sections 408, 4975 and applicable provisions of ERISA.

**ARTICLE V**  
**AUTHORIZED REPRESENTATIVE**

The name and address of the individual authorized to execute these Articles of Organization of the Company is Jeffery S. Darby, 4411 Spicewood Springs, #1713, Austin, Texas 78759.

ARTICLE VI  
MANAGEMENT

The business of the Company shall be conducted under the exclusive management of managers, who shall have exclusive authority to act for the company in all matters. The name and address of the initial manager of the Company is:

MANAGER

Krista J. Nunn

ADDRESS

10124 Plantation Pointe Dr.  
Loveland, Ohio 45140

ARTICLE VII  
INDEMNIFICATION

To the full extent permitted by the Kentucky Limited Liability Company Act, the members of the Company shall authorize the Company to indemnify any present or former manager, member or officer of the Company against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses actually incurred by the person in connection with a proceeding in which the person was, is or is threatened to be made a named defendant or respondent because the person is or was a manager, member or officer of the Company.

ARTICLE VIII  
EXEMPTION FROM LIABILITY

A manager of the Company shall not be liable to the Company or its members for monetary damages for a breach of its fiduciary duties to the Company, except to the extent that any applicable law may prevent such manager from being relieved of such personal liability. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation of the personal liability of a manager of the Company existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I have executed these Articles of Organization this 28th day of July 2011.

A handwritten signature in black ink, appearing to read 'JD S Darby', with a stylized flourish at the end.

Jeffery S. Darby, Organizer