

**ARTICLES OF ORGANIZATION OF
TM ST. MATTHEWS, 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 **TM St. Matthews, 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 **304 E. Court Avenue, Jeffersonville, IN 47130**.

**ARTICLE III
Initial Registered Office and Registered Agent**

The name and street address of the registered agent is: **Rodney Kistner, 2509 Plantside Drive, Louisville, KY 40299**.

**ARTICLE IV
Management**

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

**ARTICLE V
Members**

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

**ARTICLE VI
Effective Date**

The limited liability company shall be effective upon the date and time of filing of these Articles by the Kentucky Secretary of State.

**ARTICLE VII
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 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.

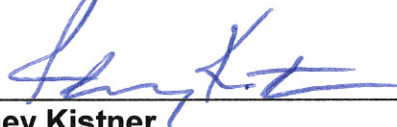
DATE: 11-12-2012



Melissa M. Bauer
Organizer

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to serve as the initial registered agent for TM St. Matthews, LLC, as of this 12th day of November, 2012.



Rodney Kistner

This Instrument Prepared By:



Melissa M. Bauer
Assistant General Counsel
R.M.D. Corp.
2509 Plantside Dr.
Louisville, Kentucky 40299