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Alison Lundergan Grimes
Kentucky Secretary of State

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Articles of Organization

Limited Liability Company

For the purposes of forming a limited liability company in Kentucky pursuant to KTS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

RJM TOOLS, LLC

Article II: The street address of the company's initial registered office in Kentucky is

564 BOYCE FAIRVIEW ROAD, ALVATON, KY 42122

and the name of the initial registered agent at that address is **RICHARD JERAMY MOATS**

Article III: The mailing address of the company's initial principal office is

564 BOYCE FAIRVIEW ROAD, ALVATON, KY 42122

Article IV: **RICHARD JERAMY MOATS** (AUTHORIZED FRANCHISEE FOR Snap-on Tools) currently owns 100% of **RJM TOOLS, LLC** and will continue to own at all times IN EXCESS OF 50% OF **RJM TOOLS, LLC**.

Article V: The limited liability company is to be managed by **Members**

Executed by the Organizer on Thursday, May 24, 2012

Name of Organizer: **RICHARD JERAMY MOATS**

Signature of individual signing on behalf of Organizer:

RICHARD JERAMY MOATS

I, **RICHARD JERAMY MOATS**, consent to serve as the Registered Agent on behalf of the limited liability company.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

RICHARD JERAMY MOATS