

ARTICLES OF ORGANIZATION
OF
GEM LOGISTICS, LLC

The undersigned organizer submits these Articles of Organization to the Kentucky Secretary of State for filing for the purpose of forming a Limited Liability Company in the Commonwealth of Kentucky in accordance with the provisions of the Kentucky Limited Liability Act, KRS Chapter 275.

I.) NAME: The Name of this Company will be:

GEM LOGISTICS, LLC

II.) INITIAL REGISTERED OFFICE & AGENT:

A.) The Company's initial registered office and agent's address is:
857 Kentucky St., Shelbyville, KY 40065.

B.) The Name of its initial registered agent at the address is Meagan Early and who hereby consents to serve in such capacity.

III.) PRINCIPAL OFFICE: The principal office of the Company has the mailing address P.O. Box 1483, Shelbyville, KY 40066.

IV.) MANAGEMENT: The Limited Liability Company is to be managed by its Members, Meagan E. Early and Charles Allen Early, pursuant to its initial operating agreement.

V.) EFFECTIVE DATE: The effective date of these Articles of Organization shall be the date the Articles are filed with the Secretary of State's Office for the Commonwealth of Kentucky.

VI.) DURATION: The term of the limited liability company shall be perpetual unless dissolved in accordance with any applicable provisions of its operating agreement or applicable law.

VII.) 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.

The undersigned executes these Articles of Organization for the sole purpose of forming the Limited Liability Company in accordance with the terms of Chapter 275 of Kentucky Revised Statutes.

Megan E. Early, Organizer

Charles Allen Early, Organizer

STATE OF KENTUCKY

COUNTY OF SHELBY

The foregoing Articles of Organization of GEM LOGISTICS, LLC was signed and acknowledged before me by Megan E. Early and Charles Allen Early to be their voluntary act and deed, this 6th day of September 2013.

Austin Hite Hays #431842
Notary Public, Kentucky State at Large
My Commission Expires: 12/08/14

SEAL

CONSENT OF REGISTERED AGENT

The undersigned, Megan E. Early, designated as the Company's registered agent under Article II of these Articles of Organization, hereby consents to serve in that capacity.

Megan E. Early, Registered Agent

This instrument prepared by:
Austin Hite Hays, PLLC
521 Main St
Shelbyville, KY 40065
By: Austin Hite Hays, Attorney