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PAOI**Elaine N. Walker, Secretary of State**

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**Kentucky Office of the Secretary of State
TREY GRAYSON****Division of Corporations****Business Filings**

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Articles of Incorporation

Profit Corporation

Pursuant to KRS Chapter 271B, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the corporation is Madisonville Merger Corp.

Article II: The number of shares the corporation is authorized to issue is 100 shares of common stock.

Article III: The street address of the corporation's initial registered office in Kentucky is 162 North Main Street, Madisonville, Kentucky 42431 and the name of the initial registered agent at that office is Karen Glenn.

Article IV: The mailing address of the corporation's principal office is 162 North Main Street, Madisonville, Kentucky 42431.

Article V: The name and mailing address of the incorporator is Karen Glenn, 162 North Main Street, Madisonville, Kentucky 42431.

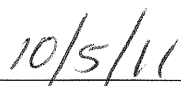
I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.


Karen Glenn, Incorporator


Date

I Karen Glenn, consent to serve as the registered agent on behalf of the corporation.


Karen Glenn, Registered Agent


Date