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Alison Lundergan Grimes
Kentucky Secretary of State
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ARTICLES OF ORGANIZATION
OF
BALLARD MOTOR CARRIERS, LLC

The undersigned person sets forth the following Articles of Organization for the purpose of organizing a limited liability company (the "Company") under the Kentucky Limited Liability Company Act:

ARTICLE I

NAME

The name of the Company is: BALLARD MOTOR CARRIERS, LLC.

ARTICLE II

REGISTERED OFFICE AND AGENT

The street address of the Company's initial registered office is 11802 Brinley Avenue, Suite 201, Louisville, Kentucky, 40243, and the name of the Company's initial registered agent at that office is Anthony A. Waits.

ARTICLE III

PRINCIPAL OFFICE

The mailing address of the initial principal office of the Company is 2020 Mount Victor Lane, Bowling Green, Kentucky 42103.

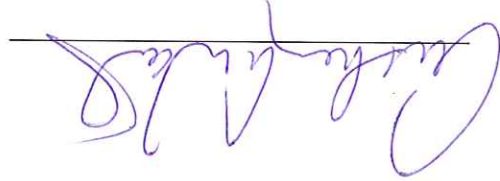
ARTICLE IV

MANAGEMENT

The Company is to be managed by manager or managers.

ARTICLE V

Dated January 27, 2014



Anthony A. Waits, Organizer

STATEMENT OF CONSENT OF REGISTERED AGENT

Pursuant to KRS Chapter 275, the undersigned, named as the initial registered agent in the Articles of Organization of **BALLARD MOTOR CARRIERS, LLC** (the "Company") hereby consents to serve the Company in that capacity until such appointment is terminated in accordance with the Kentucky Limited Liability Company Act.

Date: January 27, 2014



Anthony A. Waits
11802 Brinley Avenue
Louisville, Kentucky 40243