1	02°	188	32.	06
---	--------------	-----	-----	----

ARTICLES OF ORGANIZATION <u>FOR</u> AV – DRIVETIME, LLC

The undersigned, serving as the organizer, hereby forms a Kentucky limited liability company pursuant to Chapters 14A and 275 of the Kentucky Revised Statutes, as follows:

ARTICLE I

NAME

The name of the limited liability company shall be AV – DRIVETIME, LLC (the "Company").

ARTICLE II

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the Company's initial registered office shall be 1155 South Shelby Street, Louisville, Kentucky 40203. The name of the Company's initial registered agent at that office shall be Access Ventures, Inc., an Indiana non-profit corporation.

ARTICLE III

INITIAL PRINCIPAL OFFICE

The mailing address of the initial principal office of the Company shall be PO Box 4572, Louisville, Kentucky 40204.

ARTICLE IV

MANAGEMENT

The Company shall be managed by its Members.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization, this 21 day of May, 2018.

W. Duncan Crosby III, Organizer

STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT

Pursuant to KRS 14A.4-010, the undersigned as the initial registered agent, and agent for service of process identified in Article 2 of the Articles of Organization of AV - DRIVETIME, LLC (the "Company") hereby consents to serve the Company in that capacity until such time as such appointment is terminated or the initial registered agent resigns in accordance with the Kentucky Limited Liability Company Act.

ACCESS VENTURES, INC.

Date: May 21, 2018

By:

Bryce Butler, Managing Director

This foregoing instrument prepared by:

W. Duncan Crosby III Stoll Keenon Ogden 2000 PNC Plaza, 500 W Jefferson St. Louisville, Kentucky 40202-3352