

0843383.06

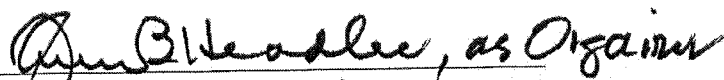
mstratton
LAOO

Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
11/27/2012 8:34 AM
Fee Receipt: \$40.00

**ARTICLES OF ORGANIZATION
FOR
HEADLEE FAMILY LLC**

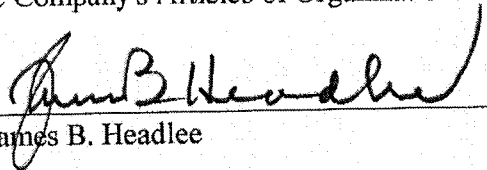
The undersigned person forms a Kentucky limited liability company pursuant to the Kentucky Limited Liability Company Act (the "Act"), KRS Chapter 275, as follows:

1. The name of the limited liability company (the "Company") shall be Headlee Family LLC.
2. The street address of the Company's initial registered office shall be 2110 Forest Pointe Lane, Louisville, Kentucky 40245. The name of the Company's initial registered agent at that office shall be James B. Headlee.
3. The mailing address of the initial principal office of the Company shall be 2110 Forest Pointe Lane, Louisville, Kentucky 40245.
4. The Company is to be managed by one or more managers.
5. The existence of the Company shall be perpetual, except as provided in the Company's Operating Agreement.


James B. Headlee, as Organizer

**CONSENT TO SERVE
AS
INITIAL REGISTERED AGENT
FOR
HEADLEE FAMILY LLC**

The undersigned hereby consents to serve as the initial registered agent for Headlee Family LLC (the "Company"), as contemplated by the Company's Articles of Organization.


James B. Headlee