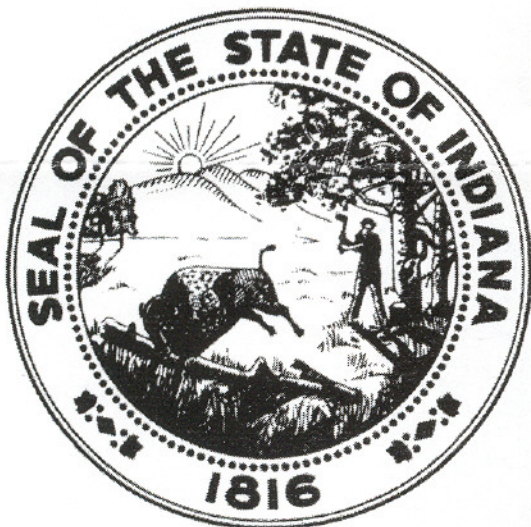


State of Indiana
Office of the Secretary of State

CERTIFICATE OF ORGANIZATION
of
TRADE ADVENTURES LLC

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Organization of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, July 23, 2003.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, July 23, 2003.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

APPROVED
AND
FILED
Paul Roberts
IND. SECRETARY OF STATE

ARTICLES OF ORGANIZATION

RECEIVED
CORPORATIONS DIV.
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OF

TRADE ADVENTURES LLC

Pursuant to IC § 23-18 et seq., known as the Indiana Business Flexibility Act, the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company shall be **TRADE ADVENTURES LLC**.

ARTICLE II

DURATION

The period of duration is perpetual, until dissolution in accordance with IC § 23-18 et seq., the Indiana Business Flexibility Act.

ARTICLE III

PURPOSES

TRADE ADVENTURES LLC has been organized to engage in any lawful act or activity for which limited liability companies may be formed under Indiana law and to engage in any and all activities necessary or incidental to these acts.

ARTICLE IV

REGISTERED OFFICE/AGENT

The location and street address of the initial registered office shall be 208 Walnut Street, Lawrenceburg, Indiana, 47025 and its registered agent at such address shall be Lisa deHart Lehner.

IN WITNESS THEREOF, the undersigned has executed these Articles of
Organization on this, the 23rd day of July, 2003.

TRADE ADVENTURES LLC

By:


Theodore Gaeddert, III

CERTIFICATE

-1-

OF

MEMBERSHIP

IN

TRADE ADVENTURES, LLC
(an Indiana limited liability company)

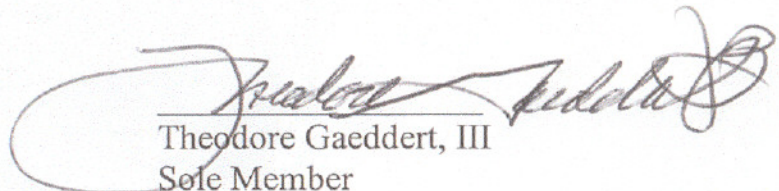
This Certificate of Membership Interest hereby evidence the ownership of Theodore Gaeddert, III of One Hundred (100%) membership interest in Trade Adventures, LLC, an Indiana limited liability company (hereinafter referred to as the "Company"). Reference should be made to Indiana Revised Code for the specifics of this membership interest.

There are restrictions on transfer and upon becoming a member of the Company. Any transfer or assignment of this Membership Certificate does not make the transferee or assignee a member of the Company. Membership can be granted only by an affirmative unanimous vote of the members of the Company.

Furthermore, this Certificate has not been registered under the Securities Act of 1933. The Company will not transfer this Certificate unless: (i) there is an effective registration covering the membership interest represented by this Certificate under the Securities Act of 1933 and all applicable state securities laws, or (ii) it first receive a letter from an attorney, acceptable to the members of the Company of their agents, stating that in the opinion of the attorney the proposed transfer is exempt from registration under the Securities Act of 1933 and under all applicable state securities laws.

Upon written request a copy of the Articles of Organization of the Company will be forwarded to the holder of this Certificate.

Dated this 23rd day of July, 2003.


Theodore Gaeddert, III
Sole Member