

**ARTICLES OF INCORPORATION  
OF  
AWR IMPORTS, LLC.**

**KNOW ALL MEN BY THESE PRESENTS:**

That the undersigned person, acting as incorporator of a corporation duly organized under and pursuant to the provisions of Chapter 271B of the Kentucky Revised Statutes, states as follows:

**ARTICLE I**

The name of the Corporation shall be AWR Imports, LLC. (hereinafter "Corporation"), a limited liability corporation.

**ARTICLE II**

The Corporation's duration shall be perpetual.

**ARTICLE III**

The Corporation's purposes shall be to operate and own a business at one or more locations for the purpose of transacting any and **all** other lawful business for which corporations may be incorporated under the Kentucky Business Corporations Act.

**ARTICLE IV**

The aggregate number of shares of common stock which the Corporation shall have authority to issue is 1. These shares shall be issued with no par value. There is only one class of shares and that class of shares has unlimited voting rights. The shareholders are entitled to receive the net assets of the Corporation upon dissolution.

**ARTICLE V**

The address of the initial registered office of the Corporation is 232 North Adams Street, Louisville, Kentucky 40206. The name of the Corporation's initial registered

agent at such address is Arthur W. Rupe.

#### **ARTICLE VI**

The mailing address of the principal office of the Corporation is 223 North Adams Street, Louisville, Kentucky 40206.

#### **ARTICLE VII**

The name and address of the incorporator is:

Arthur W. Rupe  
223 North Adams Street  
Louisville, Kentucky 40206

#### **ARTICLE VIII**

The holder of the outstanding common share of the Corporation shall, to the extent provided by law, have pre-emptive rights to acquire unissued shares of the Corporation, whether now or hereafter authorized.

#### **ARTICLE IX**

The private property and assets of the limited liability shareholders of this Corporation shall not be subject to or be liable for any debts, liabilities, or obligations of the Corporation.

#### **ARTICLE X**

The initial Board of Directors shall consist of one person, namely; Arthur W. Rupe.

#### **ARTICLE XI**

The shareholders of this Corporation hereby elect and declare that this stock shall qualify as "small business corporation" stock as defined in Section 1244 of the Internal Revenue Code, and further elect that this corporation be treated as a "Chapter S-

Corporation.”

IN WITNESS WHEREOF, I have hereto affixed my signature as incorporator,  
this 28th day of February, 2012.

  
\_\_\_\_\_  
ARTHUR W. RUPE

STATE OF KENTUCKY

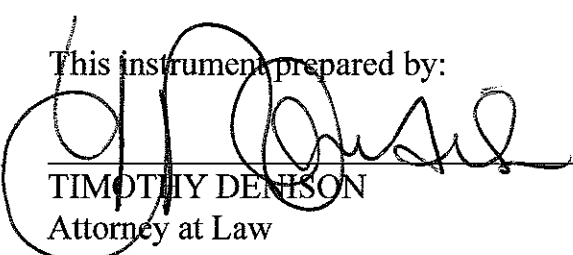
COUNTY OF JEFFERSON

I hereby certify that the Articles of Incorporation of **AWR IMPORTS, LLC.**,  
were produced before me by **ARTHUR W. RUPE** and declared by him to be his  
voluntary act and deed this 28<sup>th</sup> day of February, 2012.

My commission expires: August 30, 2015.

  
\_\_\_\_\_  
Notary Public, State at Large, Kentucky 450262

This instrument prepared by:

  
\_\_\_\_\_  
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