

Commonwealth of Kentucky  
Trey Grayson, Secretary of State

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Secretary of State  
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Articles of Organization  
Limited Liability Company

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

**Article I:** The name of the company is

**Franklin Equity Holdings, LLC**

**Article II:** The street address of the company's initial registered office in Kentucky is

**8300 Tamarack Drive, Lower Level, Florence, KY 41042**

and the name of the initial registered agent at that address is **Gayle G Vater**

**Article III:** The mailing address of the company's initial principal office is

**812 Russell Street, Covington, KY 41011**

**Article IV:** The limited liability company is to be managed by **Members**

Executed by the Organizer on Tuesday, November 09, 2010

Name of Organizer: **William D Pelfrey**

Signature of individual signing on behalf of Organizer: **William D Pelfrey**

I, **Gayle G Vater**, consent to serve as the Registered Agent on behalf of the limited liability company.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

**Gayle G Vater**