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**Alison Lundergan Grimes**  
**Kentucky Secretary of State**  
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**ARTICLES OF ORGANIZATION  
FOR  
SPEARS MEDICAL LLC**

The undersigned, serving as the organizer, hereby forms a Kentucky limited liability company pursuant to the Kentucky Limited Liability Company Act, KRS Chapter 275 (the “Act”), as follows:

**ARTICLE I  
NAME**

The name of the limited liability company shall be Spears Medical LLC (the “Company”).

**ARTICLE II  
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The street address of the Company’s initial registered office shall be 2303 River Road, Suite 301, Louisville, Kentucky 40206. The name of the Company’s initial registered agent at that office shall be VCT Services Louisville LLC.

**ARTICLE III  
INITIAL PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Company shall be 525 Club Lane, Louisville, Kentucky 40207.

**ARTICLE IV  
MANAGEMENT**

The Company shall be managed by its members.

*[Signature page follows.]*

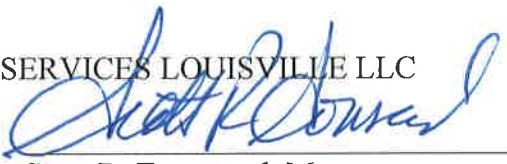
The undersigned has executed these Articles of Organization as organizer of Spears Medical LLC as of the 17 day of August, 2016.

By:   
GEORGE E. SPEARS, Organizer


**STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT**

Pursuant to KRS 14A.4-020, the undersigned as the initial registered agent and agent for service of process identified in Article 2 of the Articles of Organization of Spears Medical LLC (the "Company"), hereby consents to serve the Company in that capacity until such time as such appointment is terminated or it resigns in accordance with the applicable provisions of the Kentucky Limited Liability Company Act.

Date: August 17, 2016.

VCT SERVICES LOUISVILLE LLC  
By:   
Scott R. Townsend, Manager

This foregoing instrument  
prepared by:

  
Scott R. Townsend  
VICE COX & TOWNSEND PLLC  
2303 River Road, Suite 301  
Louisville, KY 40206