DOC ID ----> 199812601235

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCA (July 1994)

Approved _____
Date _____
Fee $85.00

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

FIRST: The name of said limited liability company shall be **Shiveco, LTD.**

(the name must include the words "limited liability company", "limited", "Ltd" or "Ltd.")

SECOND: This limited liability company shall exist for a period of Time commencing on the date and at the time of the filing of these Articles of Organiztion in the Office of the Secretary of State of Ohio and terminating as provided in the operating agreement of the Limited Liability Company.

THIRD: The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

5002 County Home Rd.
(street or post office box)

Greenville Ohio 45331
(city, village or township) (state) (zip code)

[ ] Please check this box if additional provisions are attached hereto

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

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FOURTH: Purpose (optional)

The purpose for which the Limited Liability Company is formed is to engage in any lawful act or activity for which Limited Liability Companies may be formed under Chapter 1705 of the Ohio Revised Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 31st day of March, 1998.

Signed: _____ Signed: _____
DAVID D. SHIVES JILL A. SHIVES

Signed: _____ Signed: _____

Signed: _____ Signed: _____

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. The fee for filing Articles of Organization for a limited liability company is $85.00.

2. Articles **will be returned unless** accompanied by a written appointment of agent signed by all or a majority of the members of the limited liability company which must include a written acceptance of the appointment by the named agent.

3. A limited liability company must be formed by a minimum of two persons.

4. Any other provisions that are from the operating agreement or that are not inconsistent with applicable Ohio law and that the members elect to set out in the articles for the regulation of the affairs of the limited liability company may be attached.

[Ohio Revised Code Section 1705.04]

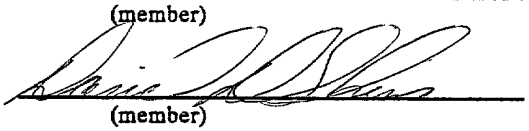
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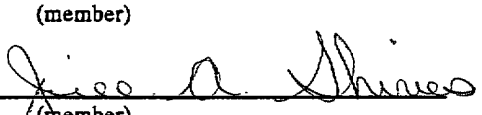
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30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCO (July 1994)

ORIGINAL APPOINTMENT OF AGENT
(for limited liability company)

The undersigned, being at least a majority of the members of Shiveco, LTD., hereby appoint
(name of limited liability company)
David D. Shives to be the agent
(name of agent)
upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is:

5002 County Home Rd.
(street address)
Greenville, Ohio 45331
(city, village or township) Note: P.O. Box addresses are not acceptable (zip code)

David D. Shives (member) 

Jill A. Shives (member) 

(member)

(member)

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for Shiveco, LTD., hereby acknowledges and accepts the
(name of limited liability company)
appointment of agent for said limited liability company. 
Agent's Signature

INSTRUCTIONS

1. Articles of organization must be accompanied by an original appointment of agent R.C. 1705.06(B).

2. The agent for a limited liability company must be an individual who is a resident of Ohio, an Ohio corporation, or a foreign corporation holding an Ohio license as a foreign corporation. R. C. 1705.06(A)

3. An original appointment of agent form must be signed by at least a majority of the members of the limited liability company. R.C. 1705.06(B)

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SCOTT D. RUDNICK CO., L.P.A.
ATTORNEYS AT LAW

A LEGAL PROFESSIONAL ASSOCIATION

Scott D. Rudnick
Michael L. Brumbaugh
Camille L. Harlan
Gary L. Flinn, of Counsel

121 WEST THIRD STREET
GREENVILLE, OHIO 45331
Telephone (937) 547-0218
Telecopier (937) 547-1591

124 WEST MAIN STREET
VERSAILLES, OHIO 45380
Telephone (937) 526-9198
Telecopier (937) 526-9199

Date: April 21, 1998

To: Secretary of State
Attn: Corporations
30 East Broad St.
14th Floor
Columbus, Ohio 43266-0418

RE: Shiveco, Ltd., A Limited Liability Company

Dear Sir or Madam:

It Would Be Appreciated If You Would Refer To The Item(s) Marked Below:

_____ Pursuant To Our Telephone Conversation, Find The Enclosure(s).

_____ The Enclosed Is For Your Information And Files.

_____ If The Enclosed Meets With Your Approval, Please Sign And Return To My Office.

_____ Please Examine The Enclosed And Contact My Office.

__X__ Please File The Enclosed On Our Behalf And Return Time-Stamped Copies To Our Office.

__X__ Our Check Is Enclosed In The Amount Of $85.00. Please Forward Us A Receipt.

__X__ A Self-Addressed, Stamped Envelope Is Enclosed For Your Convenience.

_____ Please Contact Our Office For An Appointment.

_____ Please Call For A Telephone Conference.

Articles Of Organization

Original Appointment Of Agent With Acceptance

Very truly yours,

Scott D. Rudnick
Attorney at Law

DOC ID ----> 199812601235

	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1.	7/20/1998	199812601235	LCA ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY C	85.00	0.00	0.00	0.00	0.00
			TOTAL	85.00	0.00	0.00	0.00	0.00

Return To:
SCOTT D. RUDNICK CO.
ATTN S D RUDNICK
121 W THIRD ST
GREENVILLE, OH 45331-0000

----------cut along the dotted line----------

The State of Ohio
Certificate

Secretary of State - Bob Taft

1014079

It is hereby certified that the Secretary of State of Ohio has custody of the business records for SHIVECO, LTD. and that said business records show the filing and recording of:

Document(s)	*Document No(s):*
ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY CO	*199812601235*

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, This 23rd day of April, A.D. 1998

Bob Taft
Bob Taft
Secretary of State