

**ARTICLES OF ORGANIZATION
FOR
FAYETTE LEXINGTON LIFE RESTAURANT GROUP, LLC**

The undersigned, serving as the organizer, hereby forms a Kentucky limited liability company pursuant to Chapters 14A and 275 of the Kentucky Revised Statutes, as follows:

ARTICLE I

NAME

The name of the limited liability company shall be Fayette Lexington Life Restaurant Group, LLC (the "Company").

ARTICLE II

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the Company's initial registered office shall be 1204 Indian Mound Drive, Lexington, Kentucky 40502. The name of the Company's initial registered agent at that office shall be Joy J. Minner.

ARTICLE III

INITIAL PRINCIPAL OFFICE

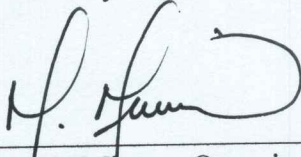
The mailing address of the initial principal office of the Company shall be 1204 Indian Mound Drive, Lexington, Kentucky 40502.

ARTICLE IV

MANAGEMENT

The Company shall be managed by managers.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization, this 7th day of February, 2014.

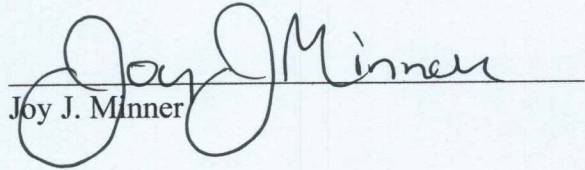


Matthew C. Minner, Organizer

STATEMENT OF CONSENT OF INITIAL REGISTERED AGENT

Pursuant to KRS 14A.4-010, the undersigned, as the initial registered agent and agent for service of process identified in Article II of the Articles of Organization of Fayette Lexington Life Restaurant Group, LLC (the "Company"), hereby consents to serve the Company in that capacity until such time as such appointment is terminated or the initial registered agent resigns in accordance with the Kentucky Limited Liability Company Act.

Date: February 7, 2014


Joy J. Minner