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Elaine N. Walker, Secretary of State

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Commonwealth of Kentucky Elaine N. Walker, Secretary of State

Elaine N. Walker Secretary of State P. O. Box 718 Frankfort, KY 40602-0718 (502) 564-3490 http://www.sos.ky.gov

Certificate of Existence

I, Elaine N. Walker, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

SWEET CAROLINE'S TEA ROOM LLC

has eliminated all the grounds for dissolution, paid all fees and penalties owed to the Secretary of State, and met all other requirements for reinstatement. The Secretary of State hereby cancels the certificate of dissolution issued on September 10, 2011. The effective date of reinstatement is October 19, 2011.

I further certify that SWEET CAROLINE'S TEA ROOM LLC is a limited liability company duly organized and existing under the laws of the Commonwealth of Kentucky, whose date of organization is June 4, 2010, and whose period of duration is perpetual.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 19th day of October, 2011.



Elaine N. Walker Secretary of State Commonwealth of Kentucky 0764425

Paine N. Walker