

ARTICLES OF ORGANIZATION

of

PJFS Canada, LLC

The undersigned hereby forms and organizes a limited liability company pursuant to the Kentucky Limited Liability Company Act and adopts the following Articles of Organization of such limited liability company:

Article I

The name of the limited liability company is:

PJFS Canada, LLC**Article II**

The name and street address of the registered agent is:

SKO-Louisville Services, LLC
2000 PNC Plaza
500 W. Jefferson Street
Louisville, Kentucky 40202-2828

Article III

The mailing address of the initial principal place of business of the limited liability company is:

2002 Papa Johns Blvd.
Louisville, Kentucky 40299

Article IV

The limited liability company is to be managed by a manager or managers. Only those elected or appointed as managers may bind the limited liability company, and no member, by reason of being a member, may bind the limited liability company. The authority of the

managers will be exercised in accordance with the operating agreement of the limited liability company.

Article V

The duration of the limited liability company will be perpetual, save and until its dissolution in accordance with the Kentucky Limited Liability Company Act and the operating agreement of the limited liability company.

Article VI

No member, manager, agent or employee of the limited liability company will be personally liable for the debts, obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

SKO – Louisville Services, LLC, as organizer

Date:

January 26, 2016

By: Thomas E. Rutledge

This Instrument Prepared By:

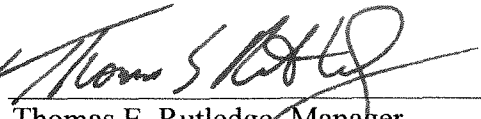
Thomas E. Rutledge

Thomas E. Rutledge
Stoll Keenon Ogden PLLC
2000 PNC Plaza
500 West Jefferson Street
Louisville, Kentucky 40202
(502) 333-6000

**Consent of Initial Agent to Serve as
Registered Agent for Service of Process**

SKO-Louisville Services, LLC, having a principal place of business at 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202-2828, hereby agrees and consents to serve as registered office and agent for service of process of PJFS Canada, LLC.

SKO-LOUISVILLE SERVICES, LLC

By. 
Thomas E. Rutledge, Manager