

**ARTICLES OF ORGANIZATION
OF
CARSON'S FOOD & DRINK #1, LLC**

The undersigned hereby forms a limited liability company under chapter 275 of the Kentucky Revised Statutes and adopts as the Articles of Organization of such limited liability company the following:

I. THE NAME OF THE LIMITED LIABILITY COMPANY:

CARSON'S FOOD & DRINK #1, LLC

II. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

A. Initial Registered Office

c/o Scott Mattmiller
Mattmiller Crosbie, PLLC
301 East Main Street, Suite 750
Lexington, Kentucky 40507

B. Initial Registered Agent

Scott Mattmiller
Mattmiller Crosbie, PLLC
301 East Main Street, Suite 750
Lexington, Kentucky 40507

III. MAILING ADDRESS OF INITIAL PRINCIPAL OFFICE

c/o Mark Fichtner
4030 Bates Creek Rd., # 4413
Lexington, Kentucky 40517

IV. MANAGEMENT

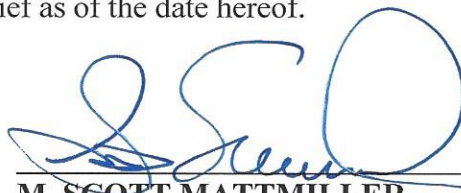
The company will be managed by its member.

V. THE PERIOD OF ITS DURATION

The duration of the company shall be perpetual.

Dated: June 17, 2015

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization and hereby swears that he has read the foregoing Articles and that the statements therein are true and correct to the best of his knowledge and belief as of the date hereof.


M. SCOTT MATTMILLER
ORGANIZER

STATE OF KENTUCKY)
) SCT.
COUNTY OF FAYETTE)

The forgoing instrument was acknowledged before me this 19 the day of June, 2015 by M. Scott Mattmiller as Organizer of Carson's Food & Drink #1, LLC, for and on behalf of said limited liability company.

My Commission Expires

December 11, 2018
Kate Purdy #524318
Notary Public, Kentucky,
State at Large

CONSENT TO SERVE AS AGENT FOR SERVICE OF PROCESS

I, Scott Mattmiller, voluntarily consent to serve as the registered agent for Carson's Food & Drink #1, LLC on the date shown below.

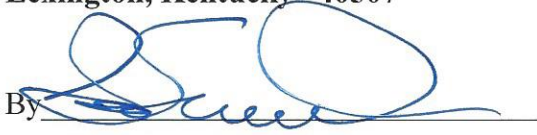
Dated this 19th day of June, 2015.


M. Scott Mattmiller

PREPARED BY:

MATTMILLER CROSBIE, PLLC
301 East Main Street, Suite 750
Lexington, Kentucky 40507

By

A handwritten signature in blue ink, appearing to be "Matt Miller", is written over a horizontal line.