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LAOO**Alison Lundergan Grimes**
Kentucky Secretary of State

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ARTICLES OF ORGANIZATION
OF
Hillview Family Diner & Ice Cream 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

Name

The name of the Limited Liability Company is **Hillview Family Diner & Ice Cream LLC**.

ARTICLE II

Registered Office and Street Address

The mailing and street address of the Limited Liability Company's initial registered office in Kentucky is 1679 Old Preston Highway N, Suite 11, Louisville, Kentucky, 40229.

ARTICLE III

Registered Agent

The name and street address of the registered agent is 1679 Old Preston Highway N, Suite 11, Louisville KY 40229.

ARTICLE IV

Statement of Acceptance by Registered Agent

I, Paige F. Hayes, acknowledge that the above-named Limited Liability Company has a principal place of business of 1679 Old Preston Highway N, Suite 11, Louisville, Kentucky,

40229, and I hereby agree and consent to serve as registered agent for service of process for Hillview Family Diner & Ice Cream LLC.

Paige F. Hayes
Paige F. Hayes, Registered Agent

3-18-14
Date

ARTICLE V **Management**

The management of the Limited Liability Company is reserved to the members, to be exercised in accordance with the operating agreement of the Limited Liability Company.

ARTICLE VI **Purpose**

The purpose for which this Limited Liability Company is organized is to conduct any and all lawful business in the state of Kentucky, including but not limited to food service.

ARTICLE VII **Duration**

The duration of the Limited Liability Company shall be perpetual until its dissolution in accord with the Kentucky Limited Liability Company Act and the operating agreement of the Limited Liability Company.

ARTICLE VIII **Liability**

Except as otherwise provided by Kentucky law, no member, manager, agent or employee


of the Limited Liability Company shall 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.

Dated this 18th of March 2014.



Paige F. Hayes, Organizer

This instrument prepared by:



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