

**ARTICLES OF ORGANIZATION
OF
FRYMANS HILLTOP GRILL, LLC**

The undersigned, Odus T. Fryman and Reba Ann Fryman, hereby execute these Articles of Organization for the purpose of forming, and by the execution of these Articles, do hereby form a limited liability company under the provisions of the Kentucky Limited Liability Company Act and in accordance with the following provisions:

ARTICLE I

The name of the Limited Liability Company is **FRYMANS HILLTOP GRILL, LLC.**

ARTICLE II

The mailing address of the initial principal office of the limited liability company in the Commonwealth of Kentucky is 315 Webster Avenue, Cynthiana, Kentucky 41031.

ARTICLE III

The street address of the initial registered office of the limited liability company is 315 Webster Avenue, Cynthiana, Kentucky 41031 and the name of the initial registered agent at that office is Odus T. Fryman.

ARTICLE IV

The affairs of the limited liability company are to be managed by its Member or Members subject to the provisions of its Operating Agreement, or if none, by default provisions of the Kentucky Limited Liability Company Act.

ARTICLE V

The limited liability company has two initial Members.

ARTICLE VI

The duration of the limited liability company shall be perpetual, subject however, to dissolution pursuant to the terms of the Kentucky Limited Liability Company Act.

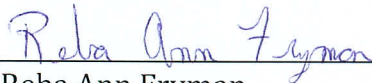
ARTICLE VII

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.

IN TESTIMONY WHEREOF, witness the signature of the organizers, this the 13th day of May 2014.



Odus T. Fryman



Reba Ann Fryman

STATE OF KENTUCKY COUNTY OF HARRISON

The foregoing Articles of Organization was subscribed, sworn to and acknowledged before me by Odus T. Fryman and Reba Ann Fryman, on this the 13th day of May 2014.

My commission expires:

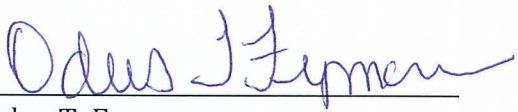
11/20/16



Notary Public

**CONSENT OF INITIAL REGISTERED AGENT
FOR SERVICE OF PROCESS TO SERVE**

I, Odus T. Fryman, whose business office is located at 315 Webster Avenue,
Cynthiana, Kentucky 41031, hereby consent and agree to serve as registered office
and registered agent for service of process on behalf of Frymans Hilltop Grill, LLC.



Odus T. Fryman

**STATE OF KENTUCKY
COUNTY OF HARRISON**

The foregoing Consent of Initial Registered Agent for Service of Process to
Serve was subscribed, sworn to and acknowledged before me by Odus T. Fryman on
this the 13th day of May 2014.


My commission expires:

11/20/16



Notary Public

This instrument has been
prepared by:



William J. Verax, IV, Attorney at law
115 East Pike Street
Cynthiana, Kentucky 41031