KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602



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Certificate of Dissolution

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

RUTH, INC.

did not file its 2012 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the company on September 11, 2012.

IMPORTANT NOTICE

RUTH, INC. 438 MICHIGAN STREET LEXINGTON KY 40508

Mison Sundingan Orimus

Alison Lundergan Grimus

Secretary of State