

Filing Fee: \$150.00

ID Number: 115079



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is Auntie's on Annandale, LLC

2. The name and address of the resident agent in the State of Rhode Island is:
William R. Harvey
47 Long Wharf Mall
Newport, RI 02840

3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

(Check one box only)

a partnership or a corporation or disregarded as an entity separate from its member

4. The address of the principal office of the limited liability company if it is determined at the time of organization:
35 Annandale Road
Newport, RI 02840

5. The period of duration of the limited liability company is perpetual unless otherwise stated in Section 6 of these Articles of Organization.

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OCT 23 2000
BY [Signature]
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6. Additional provisions (if any) not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

The duration of the limited liability company shall be through October 31, 2030, unless terminated earlier, or will dissolve upon the death, resignation, expulsion, bankruptcy or dissolution of a member.

7. The limited liability company is to be managed by:

(Check one box only)

its members or by one (1) or more managers

8. If the limited liability company has managers at the time of filing these Articles of Organization, state the name and address of each manager:

Manager

Address

Manager	Address

9. The date these Articles of Organization are to become effective, if later than the date of filing, is:

Upon date of filing

(not more than 30 days after the filing of these Articles of Organization)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization and that all statements contained herein are true and correct.

Dated: October 19, 2000



Signature of Authorized Person