

ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

(Instructions on back of application)

2006 NOV 28 AM 8: 08

1.	The name of the limited liability company, LLC	•	SECRETARY OF STATE OF ID.	
2.	The street address of the initial regis			
	and the name of the initial registered DAVID MORGRIDGE	agent at the	above address is:	
⁻ 3.	The mailing address for future correspondence is: 960 EASTRIDGE DRIVE, HAILEY, IDAHO 83333			
4.	Management of the limited liability co	mpany will b	e vested in:	
	Manager(s) ☐ or Member(s) ✓	(please che	ck the appropriate box)	
5 .	If management is to be vested in one or more manager(s), list the name(s) and address(es) of at least one initial manager. If management is to be vested in the member(s), list the name(s) and address(es) of at least one initial member.			
	Name		Address	
	DAVID MORGRIDGE	960 EAST	RIDGE DRIVE, HAILEY, ID	33333
	CARRIE MORGRIDGE		RIDGE DRIVE, HAILEY, ID	
				from:
\$ T	Signature of at least one person responsionature: Signature: ADAM KING Capacity: COMPANY ATTORNEY	onsible for fo	rming the limited liability com Secretary of State use	
٦	Signature		IDAHO SECR 11/28/2 CK: 4714 CT: 1 00.00 = 1	ETARY OF STA 1906 05 19522 14: 1 10.00 ORGAN

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540 North 2nd Avenue Post Office Box 297 Ketchum, Idaho 83340 (208) 726-1700 Fax (208) 726-9743 www.hteh.com

ADAM B. KING
ADMITTED TO PRACTICE LAW IN IDAHO
EMAIL: ABK@HTEH.COM

SECRETARY OF STATE STATE OF IDAHO

November 17, 2006

Secretary of State, Idaho P.O. Box 83720 Boise, ID 83720

Re:

Hailey Coffee Company, LLC

Dear Sirs or Madams:

Please find enclosed the executed Articles of Organization for a limited liability company entitled "Hailey Coffee Company, LLC." There is an existing company called "Hailey Coffee Company, Inc.," that this firm represents also. The two companies are engaged in an asset sale, which should transpire very shortly, where the LLC will purchase all assets, including the name, of the Corporation. It is my understanding that because an asset sale is in process, and that Hailey Coffee Company Inc. will be dissolved upon closing of the asset sale, that you can now register Hailey Coffee Company, LLC as an Idaho limited liability company. A check for \$100.00 is enclosed as well for the filing fee.

If this presents any sort of problem, please contact me at your earliest convenience.

Sincerely,

HAWLEY TROXELY ENNIS & HAWLEY LLP

Adam B. King

ABK/rlt Enclosures

Cc: D. Morgridge, M. Leo (w/o Encls.)