



SECRETARY OF STATE
 Corporation Division - Business Registry
 255 Capitol Street, N.E., Suite 151
 Salem, OR 97310-1327
 (503) 986-2200; Facsimile (503) 378-4381

Registry Number: 228057394

ARTICLES OF ORGANIZATION

PRO KITCHEN TOOLS LLC

ARTICLE 1.

The Company's name is Pro Kitchen Tools LLC (the "Company").

ARTICLE 2.

The Company's duration will be perpetual.

ARTICLE 3.

The Company's initial registered agent is TT Administrative Services, LLC, and the address of the Company's initial registered office is 1600 Pioneer Tower, 888 SW Fifth Avenue, Portland, Oregon 97204-2099.

ARTICLE 4.

The name and address of the Company's organizer is:

Janet Murtagh
 5254 SW Humphrey Blvd.
 Portland, OR 97221

ARTICLE 5.

The mailing address to which notices required under the Oregon Limited Liability Company Act may be mailed is:

5254 SW Humphrey Blvd.
 Portland, OR 97221

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ARTICLE 6.

The address of the initial principal place of business of the Company is:

5254 SW Humphrey Blvd.
Portland, OR 97221

ARTICLE 7.

The Company will be manager-managed. The name and address of the initial manager is:

Janet Murtagh
5254 SW Humphrey Blvd.
Portland, OR 97221

ARTICLE 8.

The name and address of an individual who has direct knowledge of the operations and business activities of the Company is:

Janet Murtagh
5254 SW Humphrey Blvd.
Portland, OR 97221

ARTICLE 9.

A. The Company will indemnify to the fullest extent permitted by law any person who is made or threatened to be made a party to, witness in, or otherwise involved in, any action, suit or proceeding (a "Claim"), whether civil, criminal, administrative, investigative or otherwise (including an action, suit or proceeding by or in the right of the Company), by reason of the fact that the person (an "Indemnified Person") is or was a member or manager of the Company, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Company, or serves or served at the request of the Company as a director, manager, officer, employee or agent or as a fiduciary of an employee benefit plan, of another limited liability company, corporation, partnership, joint venture, trust or other enterprise. The Company will advance to or pay on behalf of an Indemnified Person expenses (including attorney fees and disbursements) incurred or to be incurred by the Indemnified Person in defending a Claim to the fullest extent permitted by law; provided, however, the Company may recover from an Indemnified Person any advance or payment if it is subsequently determined by a court decision from which no appeal may be taken that the Indemnified Person was not entitled to be indemnified with respect to the Claim. Any indemnification provided pursuant to this Article 9 will not be exclusive of any rights to which the Indemnified Person may otherwise be entitled under any provision of these Articles of Organization, or under any operating agreement, other agreement, statute, policy of insurance, vote of members or managers, or otherwise.

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B. To the fullest extent permitted by law, no Indemnified Person will be personally liable to the Company or its members for damages by reason of any act or omission performed or omitted which the Indemnified Person believed to be in the interests of the Company.

C. If Oregon statutes are amended after these Articles of Organization are filed with the Secretary of State expanding the conditions under which the Company may indemnify an Indemnified Person or authorizing action further eliminating or limiting the personal liability of any Indemnified Persons, the statutes, as amended, will apply to the obligations of the Company and the rights of the Indemnified Persons under this Article 9. No (a) amendment or repeal of this Article 9 by the Company, (b) amendment of these Articles of Organization inconsistent with this Article 9 or (c) change in Oregon statutes, will diminish the obligations of the Company or the rights of the Indemnified Persons under this Article 9 with respect to a Claim which arose in whole or in part before the effective date of the amendment or repeal of this Article 9 or these Articles of Organization or the change in Oregon statutes.

I declare, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any members, managers, employees or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Janet Murtagh
Janet Murtagh, Organizer

Person to contact about this filing:

Laney Quigley (503) 802-2017

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