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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Ben & Jerry's Gift Card, LLC**

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**J. BRYAN**

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**EXAMINER**

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**ARTICLES OF ORGANIZATION  
OF  
BEN & JERRY'S GIFT CARD, LLC**

The undersigned Member or Authorized Representative of a Member signs these Articles of Organization and forms a limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), as follows:

**ARTICLE I.  
NAME**

The name of the Company is: Ben & Jerry's Gift Card, LLC.

**ARTICLE II.  
MAILING ADDRESS AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company is: 700 Sylvan Avenue, Englewood Cliffs, New Jersey 07632.

**ARTICLE III.  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of the Company are: C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

Ben & Jerry's Franchising, Inc.

By: David Schwartz  
Name: David A. Schwartz  
Title: Vice President

**ACCEPTANCE BY REGISTERED AGENT**

C T Corporation System accepts the appointment as Registered Agent of the Company to accept service of process on its behalf at the place designated in these Articles of Organization. C T Corporation System is familiar with, and accepts, the obligations of its position as registered agent as provided for in the Act.

**C T CORPORATION SYSTEM**

By: Madonna Cudde  
Name: Madonna Cudde  
Title: Special Assistant Secretary

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