AMCO received 4/26/2022

THE STATE of ALASKA

Department of Commerce, Community and Economic Development
Division of Corporations, Business and Professional Licensing

COR

FOR DIVISION USE ONLY

Corporations Section
State Office Building, 333 Willoughby Avenue, 9th Floor
PO Box 110806, Juneau, AK 99811-0806
Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.Gov*

Notice of Change of Officials

Domestic Limited Liability Company (AS 10.50)

- This Notice of Change of Officials form is only for Domestic Limited Liability Companies and is used to report changes between biennial reporting periods in: members, managers, and percentage of interest held.
- This Notice of Change of Officials will not be filed if the entity's biennial report is not current. To verify the entity's biennial report due date, go online to *www.Corporations.Alaska.Gov* and select *Search Corporations Database*
- Standard processing time for complete and correct filings submitted to this office is approximately 10-15 business days. All filings are reviewed in the date order they are received.
- The information you submit is a public record and will be posted on the State's website.

1. Important: AS 10.50.765

Each Domestic Limited Liability Company is required to notify this office when there is a change of officials.
— *AS 10.50.765*

Failure to meet this requirement may result in involuntary dissolution of the entity's authority to transact business in the State of Alaska.

The Domestic Limited Liability Company is to keep and make available the records of the official(s) changes.
— *AS 10.50.860-.870*

2. Fee: ☒ $25 Nonrefundable Filing Fee (CORF) 3 AAC 16.065(b)

Mail this form and the non-refundable $25 filing fee in U.S. dollars to the letterhead address. Make the check or money order payable to the State of Alaska, or use the attached credit card payment form.

3. Entity Information: AS 10.50.765

Entity Name: Baked Alaska LLC

Alaska Entity Number: 10071545

AMCO received 4/26/2022

4. REMOVE from Record: AS 10.50.765(b)

The following officials (members and, if applicable, managers) will be completely removed from the record as a result of this filing:

Name: Audrey Ranstead Name: _____

Name: _____ Name: _____

If an official is not being removed from record, then list them in Item #5 below (with their current information).

5. ALL Current Officials: AS 10.50.765(b)

The following is a complete list of ALL remaining and new officials who will be on record as a result of this filing.

- An LLC must have at least one member who owns a % of the LLC. — *AS 10.50.155(b)*
- Must provide all members who own 5% or more of the LLC. — *AS 10.50.765 (b)*
- Members must own a % of the LLC. A member may be a manager if the LLC is manager managed.
- An LLC may be managed by a manager if provided in Articles of Organization. A manager may be a member if the manager also owns a % of the LLC. — *AS 10.50.075(5) and AS 10.50.110(b)*

- **List ALL officials and their current information to be on record.**
- Manager will only be accepted if the entity is manager-managed per the articles.
- **BOLD fields are required.**

FULL LEGAL NAME	COMPLETE MAILING ADDRESS	% OWNED	MEMBER	Manager
Steven Hallsten	1062 Dolphin Way, Fairbanks, AK 99709	50	×	
Ryan Hallsten	425 Baranof Ave, Fairbanks, AK 99701	50	×	

→ If necessary, use the following supplement page and include all information required above in Item #5.

6. Required Signature: AS 10.50.840

The Notice of Change of Officials must be signed by: a member (AS 10.50.840(a)(2)); or a manager if manager managed (AS 10.50.840(a)(1)); or an attorney-in-fact (AS 10.50.840(c)). Persons who sign documents filed with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor.

Signature: _____ Date: 02/22/2022

Printed Name: Steven Hallsten

Title of Authorized Signer: ☒ Member ☐ Manager ☐ Attorney-in-fact

If signing on behalf of a member or manager which is an entity, then identify the signer's relationship and signing authority with the member entity. For example: John Smith, President of XYZ Inc. the sole member of ABC LLC.

AMCO received 4/26/2022

Notice of Change of Officials SUPPLEMENT

If used, this supplement must be returned with Form 08-491

Entity Name: Baked Alaska LLC

Alaska Entity Number: 10071545

4. REMOVE from Record (continued from Page 2)**:** AS 10.50.765(b)

The following officials (members and, if applicable, managers) will be completely removed from the record as a result of this filing:

Name: _____ Name: _____

Name: _____ Name: _____

If an official is not being removed from record, then list them in Item #5 below (with their current information).

5. ALL Current Officials (continued from Page 2)**:** AS 10.50.765(b)

The following is a complete list of ALL remaining and new officials who will be on record as a result of this filing.

- An LLC must have at least one member who owns a % of the LLC. — *AS 10.50.155(b)*
- Must provide all members who own 5% or more of the LLC. — *AS 10.50.765 (b)*
- Members must own a % of the LLC. A member may be a manager if the LLC is manager managed.
- An LLC may be managed by a manager if provided in Articles of Organization. A manager may be a member if the manager also owns a % of the LLC. — *AS 10.50.075(5) and AS 10.50.110(b)*

- **List ALL officials and their current information to be on record.**
- Manager will only be accepted if the entity is manager-managed per the articles.
- **BOLD fields are required.**

FULL LEGAL NAME	COMPLETE MAILING ADDRESS	% OWNED	MEMBER	Manager

If necessary to complete Items #4 and #5, make copies of this SUPPLEMENT page.

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THE STATE of ALASKA
Department of Commerce, Community and Economic Development
Division of Corporations, Business and Professional Licensing

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Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.Gov*

Contact Information

- Return this form with your filing
- This information may be used by the Division to assist with processing your attached filings
- This form will not be filed for record, or appear online

Entity Information	Enter your entity information as it appears on this filing.
Entity Name:	Baked Alaska LLC
AK Entity #:	10071545

Contact Person	Whom may we contact with any questions or problems with this filing?
Company:	JDW, LLC
Contact:	Jana Weltzin
Mailing Address:	Address: 901 Photo Avenue, Second Floor
	City: Anchorage State: AK ZIP: 99503
Phone:	9072313750
Email:	jana@jdwcounsel.com

Document Return Address	Provide an address for the return of your filed documents.
☒ Return my filings to the address provided **ABOVE**	
☐ Return my filings to this address provided **BELOW**	
Company:	
Contact:	
Mailing Address:	Address: 901 Photo Avenue, Second Floor
	City: Anchorage State: ZIP: 99503

AMCO received 4/26/2022

Alaska Entity #10071545

State of Alaska
Department of Commerce, Community, and Economic Development
Corporations, Business, and Professional Licensing

Certificate of Organization

The undersigned, as Commissioner of Commerce, Community, and Economic Development of the State of Alaska, hereby certifies that a duly signed and verified filing pursuant to the provisions of Alaska Statutes has been received in this office and has been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce, Community, and Economic Development, and by virtue of the authority vested in me by law, hereby issues this certificate to

Baked Alaska LLC

IN TESTIMONY WHEREOF, I execute the certificate and affix the Great Seal of the State of Alaska effective **November 10, 2017**.

Mike Navarre
Commissioner

AK Entity #: 10071545
Date Filed: 11/10/2017
State of Alaska, DCCED

AMCO received 4/26/2022

THE STATE of ALASKA

Department of Commerce, Community, and Economic Development
Division of Corporations, Business, and Professional Licensing
PO Box 110806, Juneau, AK 99811-0806
(907) 465-2550 • Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.gov*

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Articles of Organization

Domestic Limited Liability Company

Web-11/10/2017 10:38:49 AM

1 - Entity Name

Legal Name: Baked Alaska LLC

2 - Purpose

Any lawful purpose

3 - NAICS Code

311999 - ALL OTHER MISCELLANEOUS FOOD MANUFACTURING

4 - Registered Agent

Name: Audrey Ranstead
Mailing Address: PO Box 83573, Fairbanks, AK 99708-3573
Physical Address: 1126 Ridgepointe Drive, Fairbanks, AK 99709

5 - Entity Addresses

Mailing Address: PO Box 83573, Fairbanks, AK 99708-3573
Physical Address: 2745 Hanson Road, Unit B, Fairbanks, AK 99701

6 - Management

The limited liability company is managed by its members.

AMCO received 4/26/2022

7 - Officials

Name	Address	% Owned	Titles
Audrey Ranstead			Organizer
Steve Hallsten			Organizer

Name of person completing this online application

I certify under penalty of perjury under the Uniform Electronic Transaction Act and the laws of the State of Alaska that the information provided in this application is true and correct, and further certify that by submitting this electronic filing I am contractually authorized by the Official(s) listed above to act on behalf of this entity.

Name: Audrey Ranstead

AMCO received 4/26/2022

THE STATE of ALASKA

Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing

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Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing
Corporations Section
333 Willoughby Avenue, 9th Floor, Juneau, AK 99801
PO Box 110806, Juneau, AK 99811-0806
Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *Corporations@Alaska.Gov*
Website: *Corporations.Alaska.Gov*

Entity: Address Change(s)

All Entity Types — AS 10 and AS 32

This form is only to notify the Corporations Section of an entity's address changes.

- File this form in-between biennial reports.
- This form only updates the entity's addresses. To update other address information, see page 2 — Important.
- Online filing is not available for this form; submit this form hardcopy via fax or US Mail.
  → Tip: print a confirmation page from your fax machine that all pages were successfully faxed.
- For security reasons, DO NOT EMAIL forms and/or payments.

Separate notification is required for Registered Agent and/or Officials address changes to the Corporation Section.

Separate address change notification is required to the Business and Professional Licensing Sections:

- www.BusinessLicense.Alaska.Gov and submit hardcopy form 08-4054.
- www.ProfessionalLicense.Alaska.Gov and submit hardcopy form 08-4291.

Processing Time: Standard processing time from March-September is 10-15 business days. During heavy filing seasons, October-February, the processing time will be delayed.

No Fee:	☒ There is no fee associated with this filing.	**$0.00**

1. Entity Information: (mandatory)

Entity Name: Baked Alaska LLC

Alaska Entity Number: 10071545

2. Entity's Physical Address Change: (No P.O. Boxes)

PREVIOUS Physical Address: 2745 Hanson Road, Unit B, Fairbanks, AK 99701

NEW Physical Address: 2745 Hanson Road, Unit B, Fairbanks, AK 99701

(Provide the complete new address: Street, City, State, and ZIP Code)

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3. Entity's Mailing Address Change:

PREVIOUS Mailing Address: 1126 Ridgepointe Dr, Fairbanks, Alaska 99709

NEW Mailing Address: 2745 Hanson Road, Unit B, Fairbanks, AK 99701

(Provide the complete new address: Street, City, State, and ZIP Code)

4. Signature

By my signature below, I declare under the penalty of perjury that the information provided on the application is true and correct to the best of my knowledge.

I further certify that by submitting this form I am an authorized Official on record for this entity or contractually authorized by the Official(s) on record to act on behalf of this entity regarding this matter.

Signature: Audrey Ranstead **Date:** 02/10/2022

Printed Name of Signer: Audrey Ranstead

Title of Signer: Member of Baked Alaska LLC

If signing on behalf of the entity, then identify signer's relationship and signing authority with the entity. For example: John Smith, President of XYZ Inc. the sole member of ABC LLC.

IMPORTANT: Update Other Addresses On Record With This Division

If the above previous addresses are also on record with any of the following then you must submit separate notification:

- **CORPORATIONS SECTION:** *www.Corporations.Alaska.Gov*

  Registered Agent:

  Submit the appropriate Statement of Change, based on your specific entity type, along with its $25 filing fee.

  Officials:

  Submit the Biennial Report, if due, along with its filing fees;

  — or —

  In-between biennial reports, submit the appropriate Notice of Change of Officials, based on entity type, along with its $25 filing fee.

- **BUSINESS LICENSING SECTION:** *www.BusinessLicense.Alaska.Gov*

  Business license address changes: Submit form 08-4054

- **PROFESSIONAL LICENSING SECTION:** *www.ProfessionalLicense.Alaska.Gov*

  Professional license address changes: Submit form 08-4291

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THE STATE of ALASKA
Department of Commerce, Community and Economic Development
Division of Corporations, Business and Professional Licensing

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Corporations Section
State Office Building, 333 Willoughby Avenue, 9th Floor
PO Box 110806, Juneau, AK 99811-0806
Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.Gov*

Statement of Change

Domestic Limited Liability Company (AS 10.50)

- This Statement of Change form for Registered Agents or Registered Agent Address Changes is only for Domestic Limited Liability Companies.
- The Statement of Change will not be filed if the official signing this form does not match an official on record for this entity and/or if your entity's biennial report is not current. To verify your entity information on record, go online to Corporations.Alaska.Gov, *Search Corporations Database*
- Standard processing time for complete and correct filings submitted to this office is approximately 10-15 business days. All filings are reviewed in the date order they are received.
- The information you submit is a public record and will be posted on the State's website.

1. Important: AS 10.50.055-.065

Per AS 10.50.055, each Domestic Limited Liability Company shall (must) continuously (without interruption) maintain in this state (Alaska) a registered agent AND a registered office (with an Alaskan physical location and an Alaskan mailing address) for the purpose of a registered agent's statutory requirements to receive service of processes, notices, or demands required or permitted by law to be served upon the limited liability company.

Failure to meet registered agent requirements could result in involuntary dissolution of the entity's authority to transact business in the State of Alaska. — *AS 10.50.408(a)(2),(3)*

For more registered agent information go to Corporations.Alaska.Gov, *Registered Agents FAQs*.

2. Fee: ☒ $25 Nonrefundable Filing Fee (CORF) 3 AAC 16.065(b)

Mail this form and the non-refundable $25 filing fee in U.S. dollars to the letterhead address. Make the check or money order payable to the State of Alaska, or use the attached credit card payment form.

3. Entity Information on Record with the State: AS 10.50.060(1)

Entity Name: Baked Alaska LLC

Alaska Entity Number: 10071545

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4. PREVIOUS Registered Agent Information on Record with the State: AS 10.50.060(2), (4)

PREVIOUS Registered Agent Name: Audrey Ranstead

PREVIOUS Registered Agent Addresses:

→ PHYSICAL Address: 1126 Ridgepointe Drive

City: Fairbanks State: AK (*mandatory*) ZIP Code: 99709

→ MAILING Address: 1126 Ridgepoint Drive

City: Fairbanks State: AK (*mandatory*) ZIP Code: 99709

5. NEW Registered Agent Information to be Updated with the State: AS 10.50.060(3), (5)

NEW Registered Agent Name: Jana Weltzin

(Registered agent cannot be the entity listed in Item 3 on Page 1 and cannot be an LLC.)

If the new Registered Agent is an entity, provide its entity number:

NEW Registered Agent Addresses:

→ PHYSICAL Address: 901 Photo Avenue, Second Floor

City: Anchorage State: AK (*mandatory*) ZIP Code: 99503

→ MAILING Address: 901 Photo Avenue, Second Floor

City: Anchorage State: AK (*mandatory*) ZIP Code: 99503

6. Authorization per Alaska Statute: AS 10.50.060(6)

The registered agent change was authorized by the company's manager, or, if the company is not managed by a manager, by the members. Per AS 10.50.860, a limited liability company is to keep and make available the record of the resolution.

7. Required Signature: AS 10.50.840

The Statement of Change must be signed by: a member (per AS 10.50.840.(a)(2)) or a manager (per AS 10.50.840(a)(1)) currently on record; or an attorney-in-fact (per AS 10.50.840(c)). Persons who sign documents filed with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor.

Signature: Audrey Ranstead Date: 02/10/2022

Printed Name: Audrey Ranstead

Title of Authorized Signer: ☒ Member ☐ Manager ☐ Attorney-in-fact

If signing on behalf of a member or manager which is an entity, then identify signer's relationship and signing authority with the member entity. For example: John Smith, President of XYZ Inc. the sole member of ABC LLC.

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Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.Gov*

Contact Information

- Return this form with your filing
- This information may be used by the Division to assist with processing your attached filings
- This form will not be filed for record, or appear online

Entity Information	Enter your entity information as it appears on this filing.
Entity Name:	Baked Alaska LLC
AK Entity #:	10071545

Contact Person	Whom may we contact with any questions or problems with this filing?
Company:	JDW, LLC
Contact:	Jana Weltzin
Mailing Address:	Address: 901 Photo Avenue, Second Floor
	City: Anchorage State: AK ZIP: 99503
Phone:	907-237-3750
Email:	jana@jdwcounsel.com

Document Return Address	Provide an address for the return of your filed documents.
☒ Return my filings to the address provided **ABOVE**	
☐ Return my filings to this address provided **BELOW**	
Company:	
Contact:	
Mailing Address:	Address: 901 Photo Avenue, Second Floor
	City: Anchorage State: ZIP: 99503

AK Entity #: 10071545
Date Filed: 12/30/2020
State of Alaska, DCCED

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THE STATE of ALASKA

Department of Commerce, Community, and Economic Development
Division of Corporations, Business, and Professional Licensing
PO Box 110806, Juneau, AK 99811-0806
(907) 465-2550 • Email: corporations@alaska.gov
Website: corporations.alaska.gov

Domestic Limited Liability Company

2021 Biennial Report

For the period ending December 31, 2020

Web-12/30/2020 6:37:26 PM

Due Date: This report along with its fees are due by January 2, 2021

Fees: If postmarked before February 2, 2021, the fee is $100.00.
If postmarked on or after February 2, 2021 then this report is delinquent and the fee is $137.50.

Entity Name: Baked Alaska LLC

Entity Number: 10071545

Home Country: UNITED STATES

Home State/Prov.: ALASKA

Physical Address: 2745 HANSON ROAD, UNIT B, FAIRBANKS, AK 99701

Mailing Address: 1126 RIDGEPOINTE DR, FAIRBANKS, AK 99709

Registered Agent information cannot be changed on this form. Per Alaska Statutes, to update or change the Registered Agent information this entity must submit the Statement of Change form for this entity type along with its filing fee.

Name: Audrey Ranstead

Physical Address: 1126 RIDGEPOINTE DRIVE, FAIRBANKS, AK 99709

Mailing Address: 1126 RIDGEPOINTE DRIVE, FAIRBANKS, AK 99709

Officials: The following is a complete list of officials who will be on record as a result of this filing.

- **Provide all officials and required information. Use only the titles provided.**
- **Mandatory Members:** this entity must have at least one (1) Member. A Member must own a %. In addition, this entity must provide all Members who own 5% or more of the entity. A Member may be an individual or another entity.
- **Manager:** If the entity is manager managed (per its articles or amendment) then there must be at least (1) Manager provided. A Manager may be a Member if the Manager also owns a % of the entity.

Full Legal Name	Complete Mailing Address	% Owned	Member
Audrey Ranstead	1126 RIDGEPOINTE DR, FAIRBANKS, AK 99709	50.00	X
Steve Hallsten	1062 DOLPHIN WAY, FAIRBANKS, AK 99709	50.00	X

If necessary, attach a list of additional officers on a separate 8.5 X 11 sheet of paper.

Purpose: Any lawful purpose

NAICS Code: 311999 - ALL OTHER MISCELLANEOUS FOOD MANUFACTURING

New NAICS Code (optional):

This form is for use by the named entity only. Only persons who are authorized by the above Official(s) of the named entity may make

changes to it. If you proceed to make changes to this form or any information on it, you will be certifying under penalty of perjury that you are authorized to make those changes, and that everything on the form is true and correct. In addition, persons who file documents with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor. Continuation means you have read this and understand it.

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Name: Kelly Ward

AMCO received 4/26/2022

OPERATING AGREEMENT

The following document is the operating agreement of:

Baked Alaska, LLC

Hereafter referred to in this document as "The Company."

The Company was formed on 11/10/17 when articles of organization were filed with the state of Alaska. A copy of this document has been placed in The Company record book. All members of The Company hereby agree with its provisions. The Company will be managed by its member(s).

GENERAL PROVISIONS

Ownership Percentage—A member's ownership interest in The Company shall be calculated as a percentage based on the member's contribution. A member's "ownership percentage" shall be calculated as follows: the member's capital contribution divided by total contributed capital shown on the books of The Company. Transfer of a member's ownership of The Company, or a change in the member's ownership percentage in The Company may only take place upon approval of a majority of the members.

Voting—Each member shall be entitled to vote on matters affecting The Company at a meeting held to discuss such matters. A member's voting "power" shall be equal to the member's ownership percentage.

Compensation—Members will not be paid for their time in managing The Company. Members may, however, receive compensation in the form of salaries, bonuses, or any other gratuity allowed by law for services rendered to The Company as an employee, officer, or independent contractor. Also, members may be reimbursed for reasonable expenses incurred on behalf of The Company as evidenced by proper receipts.

Other Business Interests—A member may not own or be involved in any way with an activity or entity that competes with The Company, or otherwise might diminish the earning potential of The Company without the prior written approval of all members.

Meetings—At this time, The Company does not have scheduled meetings, but it may provide for such scheduled meetings upon the approval of a majority of members. A special meeting may be requested by a member at any time either verbally or in writing. The member making this call for a meeting shall provide a proposed date and time for the meeting. Agreement to have a meeting can be expressed by the members either verbally or in writing. If any member can not attend the meeting, then the member(s) unable to attend shall propose an alternative date and time for the meeting.

AMCO received 4/26/2022

If all the members cannot attend the proposed meeting, then it shall be postponed until all members can attend. A requested meeting may not be postponed for more than six months. A meeting of The Company may be held without all members in attendance if the member(s) unable to attend provide in writing their approval of the meeting.

Minutes of all meetings shall be taken and a copy provided to all members. A copy shall also be placed in the Company minute book.

FINANCIAL PROVISIONS

Tax Classification—The members intend for The Company to be taxed as a S Corporation. Officers are hereby granted authority to do whatever necessary to retain "S Corporation" tax status with State and Federal agencies.

Accounting—The Company shall have a tax year beginning January 1 and ending December 31 of each year. Accordingly, The Company shall be known as a calendar year taxpayer. The books of the Company shall be maintained on a cash basis.

Tax Matters Partner—The Company shall appoint a representative to handle tax and accounting matters. This person shall be the Secretary of The Company, and if the Secretary is unable to act in this position, then the President shall act instead.

Banking—The President and/or Secretary of The Company shall establish bank account(s) with a bank that meets the approval of all members if available for the entity. The President and Secretary shall sign on the account and have the authority to draft funds from said accounts for payment of company obligations. No officer of The Company shall have the authority to borrow money or obtain lines of credit without express written approval of all members. This does not, however, apply to credit accounts opened with suppliers. The officers may obtain credit from suppliers in due course of operating the business. Bank statements shall be available to all members at any time upon their request either verbally or in writing.

Property—Title to all property purchased or leased for The Company shall be titled in the name of The Company. Officers are hereby granted authority to lease equipment on behalf of The Company in due course of business.

Capital Contributions—In consideration for their percentage ownership in The Company, members shall contribute either cash, property, or services to The Company. Cash received shall be deposited in The Company's bank account and no interest shall be paid on the amount. Title to any property given shall be transferred to The Company. Below is an accounting of consideration given by the members in exchange for their ownership in The Company.

Members may decide occasionally that additional capital must be contributed to The Company. This decision shall be made at a meeting of the members with all

AMCO received 4/26/2022

members in attendance. Since any change in the capital accounts will result in a change in the ownership percentage, the decision must be unanimous.

Capital Withdrawals—Members are not allowed to withdraw their capital contributions without written approval of all members. Members will not be able to "Draw" against their capital contributions without written approval of all members. Loans to members may be approved from time to time as circumstances arise. Loans must be approved by all members.

Distributions—From time to time distributions may be made from profits, sale of equipment, or other sources. Before payment, distributions shall be approved by all members and shall be paid to each member in proportion to their ownership percentage. In the event that The Company ceases operations, distributions of cash and property shall be made to the members after all creditors and suppliers are paid. Such a distribution shall be made to the members in proportion to their own percentage.

OWNERSHIP

Changes in Ownership—A member can withdraw from The Company at any time. The member wanting to withdraw must give written notice to the other members 60 days prior to the date of withdrawal.

Transfer of Membership—A member may not transfer, sell, assign, offer as collateral, or pledge his/her ownership in The Company without prior written approval of the other members. This transfer restriction also applies to the members voting rights.

DISSOLUTION

The Company shall be dissolved upon any of the following events:

- Death or other event that prevents a member from participating in the operation of The Company. In this event, the remaining members may vote not to dissolve The Company within 90 days. If the remaining members agree unanimously, The Company shall continue and not dissolve.
- Agreement of all members to dissolve The Company

OTHER PROVISIONS

Officers—Members may agree to appoint one or more officers to be responsible for representing The Company in its due course of business. It is agreed to appoint at least a President and a Secretary. Other offices and officers may be appointed as the need arises or at the pleasure of the members. Officers may be compensated for services

AMCO received 4/26/2022

rendered in their prospective positions. This compensation may be in addition to any other compensation received from The Company.

The following members shall be officers of the Company:

Manager: Audrey Ranstead, Steve Hallsten

Member: Audrey Ranstead, Steve Hallsten

Company Records—The Company Secretary must maintain all records for The Company that are required by law. This may include but not be limited to a list of all members including their addresses and ownership percentage, records of ownership transfers, minutes of all member meetings, bank statements and accounting records. These records are to be kept at the principal office of The Company and may be reviewed by any member by giving at least one day's notice to The Company's Secretary.

Authority—Officers of the Company and or any member of The Company has authority to transact any business or enter into any transaction or carry out any act to complete the formation of the Company or further its financial interest in the due course of business with one exception: No member has authority to obtain loans, lines of credit or commit The Company to any bank or lending institution without prior written approval of all members.

Disputes—In the event of a dispute between the members regarding this operating agreement or any matter regarding The Company, the dispute shall be settled by arbitration according to the rules of the American Arbitration Association. The arbitration or mediation service hearing the dispute shall be agreed upon by the members before proceeding. The cost of the arbitration/mediation shall be borne by The Company.

If the dispute cannot be settled by arbitration, the matter may go before a court with jurisdiction in such matters. If the matter goes before a court, then the members individually shall bear the cost of the proceedings. The prevailing party may seek reimbursement of expenses related to the proceedings.

Changes—This document is the only agreement between the members of The Company and replaces any verbal or written agreement between members. It cannot be replaced, amended or altered in any way without the approval of the members of The Company that adopted and approved the agreement being replaced or amended. If any provision of this agreement is determined to be legally unenforceable, then that provision only shall be stricken from the agreement, leaving the remainder of the agreement in force.

AMCO received 4/26/2022

As evidenced by their signatures below, the members hereby adopt this agreement in its entirety and agree to be bound by its terms. The signatures need not be notarized.

Date 12-13-17

Signatures of all officers:

X Audrey Ranstead

Audrey Ranstead
Member

X

Steve Hellsten
Member

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AMCO received 4/26/2022

ASSIGNMENT AGREEMENT AND CONSENT TO TRANSFER MEMBERSHIP INTERESTS IN BAKED ALASKA LLC

WHEREAS, Audrey Ranstead is the owner of 50% of the membership interests in BAKED ALASKA LLC, Alaska Entity No. 10071545, an Alaska limited liability company (the "Company"); and

WHEREAS, the member of the Company has set forth the rights and responsibilities of the members, and the details about the Company's management, in a written Operating Agreement; and

WHEREAS, Audrey Ranstead, in accord with a Membership Interest Purchase Agreement, desires to convey all of her right, title and membership interests in the Company to Ryan Hallsten; and

WHEREAS, Ryan Hallsten desires to purchase the Membership Interest held by Audrey Ranstead and have executed any resolutions or votes necessary to provide authority to purchase and redeem these membership interests;

WHEREAS, Audrey Ranstead, is agreeable to the assignment of said membership interests in the Company, subject to the terms and provision of the Operating Agreement; and

WHEREAS, the Company is agreeable to the assignment of said membership interests in the Company, subject to the terms and provision of the Operating Agreement.

NOW, THEREFORE, for and in consideration of Ten Dollars ($10.00), and other good and valuable consideration in hand paid, the receipt and sufficiency of which is hereby acknowledged, the assignor, Audrey Ranstead, hereby assigns, transfers and conveys all of her 50% membership interests in Baked Alaska LLC, Alaska Entity No. 10071545, an Alaska limited liability company, to Ryan Hallsten, free and clear of any and all liens, claims, security interests and encumbrances of any kind or nature whatsoever, together with all of the assignor's rights as a member of the Company to his share of the profits and losses, cash flow, proceeds from sale, and capital gains and losses of or with respect to the Company which may accrue or be paid or become payable before and after the date hereof until the dissolution or termination of the Company, subject to the terms and provisions of the Operating Agreement, Ryan Hallsten hereby accepts said membership interests and rights in the Company, together with all of the rights, duties, responsibilities and obligations pertaining thereto, subject to the terms and provision of the Operating Agreement. The membership shall be assigned to Ryan Hallsten as a new member of the Company.

[*Signature page follows*.]

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AMCO received 4/26/2022

DATED this _____ day of 2/10/2022, 2022:

DocuSigned by:
Audrey Ranstead
F55B8E24990D46C...

Audrey Ranstead, Assignor

ACCEPTED this _____ day of 2/10/2022, 2022:

CONSENTED TO AND ACCEPTED BY Baked Alaska LLC:

Date: 2/10/2022, 2022

DocuSigned by:
Stephen Hallsten
C30601AB21F64E5...

By: Steven Hallsten, Member

Date: 2/10/2022, 2022

DocuSigned by:
650DEF4EC822462...

By: Ryan Hallsten, Purchaser and Assignee

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AMCO received 4/26/2022

JOINDER AGREEMENT
BAKED ALASKA LLC

THIS JOINDER AGREEMENT TO THE LIMITED LIABILITY COMPANY AGREEMENT of BAKED ALASKA LLC (this "Agreement") is executed and delivered this __ day of 4/22/2022 2022 by Ryan Hallsten. The purpose of this Agreement is to make clear that Ryan Hallsten, upon effectuation of the ownership change, is bound and agrees to all terms in the Operating Agreement of Baked Alaska LLC dated as of December 13, 2017, by and among the Members of the Company as defined therein (the "Operating Agreement").

WHEREAS, in connection with the purchase of the additional Member's Interest, Ryan Hallsten must, among other things, continue to be a party to the Operating Agreement.

NOW, THEREFORE, in consideration of the premises, the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Ryan Hallsten, hereby acknowledges and agrees with the Company that she is a signatory and party to the Operating Agreement as of the date first written above and thus subject to all terms and conditions of the Operating Agreement applicable to each Member of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Agreement on the day and year first set forth above.

ACCEPTED:

Ryan Hallsten

DocuSigned by:

650DEF4EC022462...

BY: Ryan Hallsten – Baked Alaska LLC- Member