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(Requestor's Name)

(Address)

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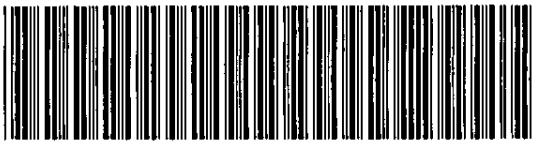
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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01/14/16--01001--001 **70.00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATE
REGISTRATION
16 JAN 13 PM 3:56
FILED
TO ADOPTIVE SECRETARY OF STATE
SUFFICIENT OF FINANCIAL SERVICES, FLORIDA

JAN 14 2016
S. YOUNG

SUNSHINE CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive
Tallahassee, Florida 32312
(850) 656-4724
Toll Free: 844-541-6792

DATE: 1-13-16

WALK IN

ENTITY NAME: SHAKE SHACK INC.

****PLEASE FILE THE ATTACHED AND RETURN:****

Plain Copy
 Certified Copy

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY:****

Document Number: _____
 Certified Copy of Arts & Amendments
 Certificate of Good Standing

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

****APOSTILLE/NOTARIAL CERTIFICATION:****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL AMOUNT OWED: 70⁰⁰

CHECK NUMBER: 2197

PLEASE CONTACT TINA AT 850-508-1891 FOR ANY PROBLEMS OR INFORMATION ON THIS MATTER.

Thank you!

Tina Goff, President

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. **SHAKE SHACK INC.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **Delaware**

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. **Sept. 23, 2014**

(Date of incorporation)

5.

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. **upon filing**

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **Shake Shack Enterprises, LLC 24 Union Square East, 5th Fl, New York, NY 10003**

(Principal office address)

Shake Shack Enterprises, LLC 24 Union Square East, 5th Fl, New York, NY 10003

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **United Corporate Services, Inc.**

Office Address: **9200 South Dadeland Blvd., Suite 508**

Miami

(City)

, Florida


33156

(Zip code)

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TALLAHASSEE, FLORIDA

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

Michael A. Barr, President

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Daniel Meyer

Address: 24 Union Square East, 6th Floor, New York, NY 10003-3201

Vice Chairman: _____

Address: _____

Director: Robert Vivian

Address: 4955 E. Arroyo Verde Dr. Paradise Valley, AZ 85253

Director: Jeff Flug

Address: P.O. Box 308, Wilson, WY 83014

B. OFFICERS

President: CEO: Randy Garutti

Address: 24 Union Square East, 5th Floor, New York, NY 10003-3201

Vice President: N/A

Address: _____

Secretary: Counsel: Ron Palmese

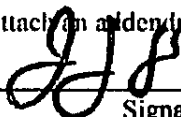
Address: 24 Union Square East, 5th Floor, New York, NY 10003-3201

Treasurer: CFO: Jeff Utz

Address: 24 Union Square East, 5th Floor, New York, NY 10003-3201

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. _____



Signature of Director or Officer Jeff Utz

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Andrew Cromer, Authorized Person

(Typed or printed name and capacity of person signing application)

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TAMM BLDG. 1100 PENNA

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHAKE SHACK INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF JANUARY, A.D. 2016.

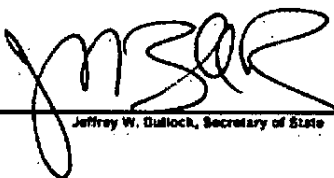
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SHAKE SHACK INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLMANSSEE, DELAWARE




Jeffrey W. Bullock, Secretary of State

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SR# 20160168920

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201656691

Date: 01-12-16