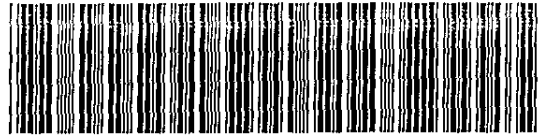


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APR 28 AM 11:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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04/28/03--E01050--011 \*\*125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

April 25, 2003

Registration Section  
Division of Corporations  
409 E. Gaines St  
Tallahassee FL 32399

Re: Plantation Bread, LLC

Dear Sir or Madam:

Enclosed is an application to register the above-referenced entity to transact business in Florida. Along with the application I have included a Certificate of Good Standing from the State of Kansas, a Designation of Registered Agent, as well as West Palm Bread, LLC check number 13244 in the amount of \$125.00 as payment in full of the filing fee required for the registration.

Please return to me a letter of acknowledgment as evidence of the filing. If you have any questions or need further information, please do not hesitate to contact me.

Sincerely,

Becky Allen  
Legal Assistant

cc: Katherine Kirk, House Counsel

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03 APR 28 AM 11:08

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Plantation Bread, LLC  
(Name of foreign limited liability company)

2. Kansas 3. applied for  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 21, 2003 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. No business transacted as of this date.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2414 N Woodlawn #201, Wichita KS 67220  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

See Attached  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: to conduct a  
retail food business pursuant to Agreements with Panera, LLC.

\_\_\_\_\_  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

\_\_\_\_\_  
Typed or printed name of signee

FILED

03 APR 28 AM 11:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MANAGERS OF PLANTATION BREAD, LLC**

H. Roger Karolick, Vice President  
2414 N. Woodlawn #201  
Wichita KS 67220

William J. Walsh, Jr., President  
2414 N. Woodlawn #201  
Wichita KS 67220

Larry F. Payne, Chairman of the Board  
2414 N. Woodlawn #201  
Wichita KS 67220

Albert J. Kirk, Secretary  
2414 N. Woodlawn #201  
Wichita KS 67220

Dale E. Wiggins, Exec Vice President  
2414 N. Woodlawn #201  
Wichita KS 67220

Kenneth R. Miller, Vice President  
2414 N. Woodlawn #201  
Wichita KS 67220

Other Officers (not managers):

Katherine Kirk, Assistant Secretary  
Alan E. Seiwert, Treasurer

**MEMBER OF PLANTATION BREAD, LLC**

West Palm Bread, LLC

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED

03 APR 28 AM 11:08

RE: PLANTATION BREAD, L.L.C.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company, C T Corporation System, 1200 South Pine Island Road, Plantation, Fla. 33324, hereby accepts the appointment as registered agent and agrees to act in this capacity. C T Corporation System further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the required duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F.S.

Dated: April 22, 2003

C T CORPORATION SYSTEM

By 

Jonathan L. Miles, Assistant Secretary

# STATE OF KANSAS

OFFICE OF  
SECRETARY OF STATE  
RON THORNBURGH



03 APR 2003

SECRETARY  
TALLAHASSEE, FLORIDA

To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the State of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to limited liability companies and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

PLANTATION BREAD, LLC

is a regularly and properly organized limited liability company under the laws of the State of Kansas, having filed articles of organization in Kansas on the 21<sup>st</sup> day of April, A.D. 2003 and has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:

I hereto set my hand and cause to be affixed my official seal. Done at the City of Topeka, this 21<sup>st</sup> day of April, A.D. 2003



RON THORNBURGH  
SECRETARY OF STATE