

1107 0000 05031

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400108100484

08/16/07--01034--010 **125.00

2007 AUG 16 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1107-5031
OK



Via DHL
850-487-6051

August 15, 2007

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

Re: Canyon Bread, LLC

Dear Sir or Madam:

Enclosed is our application to register Canyon Bread, LLC 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 53484 in the amount of \$125.00 as payment in full of filing fees required for the registration.

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

Sincerely,

Beverly J. Lee
Legal Assistant

cc: Katherine Kirk, House Counsel

FILED
AUG 15 AM 11:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN 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. Canyon Bread, LLC (Name of foreign limited liability company)

2. Kansas (Jurisdiction under the law of which foreign limited liability company is organized) 3. 26#0714037 (FEI number, if applicable)

4. August 9, 2007 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

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

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

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

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

2007 AUG 15 11:15 AM SECRETARY OF STATE TALLAHASSEE, FLORIDA FILED

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.) William J. Walsh, Jr. Typed or printed name of signee

EXHIBIT A

**MEMBERS
OF
WEST PALM BREAD, LLC**

William J. Walsh, Jr.
H. Roger Karolick
Daland Corporation
Larry F. Payne
Dale E. Wiggins

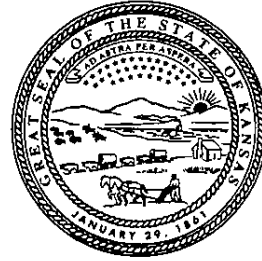
421 E. Pine Meadow Ct, Andover, KS 67002
13815 Pinnacle Dr, Wichita KS 67230
2414 N Woodlawn #201, Wichita KS 67220
2414 N Woodlawn #201, Wichita KS 67220
2414 N Woodlawn #201, Wichita KS 67220

2007 AUG 16 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



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

CANYON 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 9th day of August, A.D. 2007 and has paid all fees due this office and is in good standing according to the records now on file in the office of Secretary of State.

2007 AUG 9 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof:
I hereto set my hand and cause
to be affixed my official seal.
Done at the City of Topeka, this
9th day of August, A.D. 2007



Handwritten signature of Ron Thornburgh.

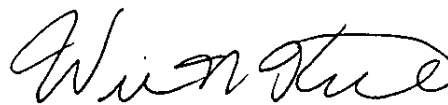
RON THORNBURGH
SECRETARY OF STATE

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

RE: Canyon Bread, LLC

Having been named as registered agent and to accept service of process for the above stated limited liability company, William N. Kirk, with his mailing address at 979 Beachland Boulevard, Vero, Beach, FL 32964, hereby accepts the appointment as registered agent and agrees to act in this capacity. He 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:



William N. Kirk

2007 AUG 16 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED