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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

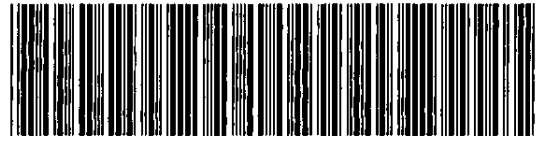
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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B. KOHR  
APR - 9 2010  
EXAMINER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 APR - 7 AM 8:07

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Shake Shack Enterprises LLC  
Name of Limited Liability Company

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 APR - 7 AM 8:07

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Randy Garutti  
Name of Person

Shake Shack c/o Union Square Hospitality Group  
Firm/Company

24 Union Square East  
Address

New York, NY 10003  
City/State and Zip Code

rgarutti@ushgny.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Austin Publicover at ( 646 ) 747-0604  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy     \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

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

1. Shake Shack Enterprises LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. New York 3. 26-4487502  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 2/23/2009 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. none  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. c/o Union Square Hospitality Group  
24 Union Square East, New York, NY 10003  
(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:

Daniel H. Meyer, Chairman 24 Union Square East, New York, NY 10003


David A. Swinghamer, CEO 24 Union Square East, New York, NY 10003

Randall J. Garutti, COO 24 Union Square East, New York, NY 10003

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: \_\_\_\_\_

Guarantor for Shake Shack 1111 Lincoln Road LLC, DBA Shake Shack (a restaurant)

  
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.)

Austin Publicover

Typed or printed name of signee

FILED STATE SECRETARY OF CORPORATIONS  
TO MR. [unclear]  
AM 8:07

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Shake Shack Enterprises LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Terminello & Terminello P.A.

(Name)

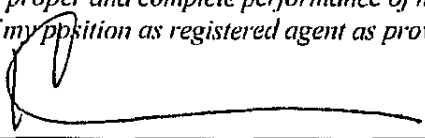
2700 S.W. 37th Ave

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Miami FL 33133

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**State of New York**  
**Department of State** } ss:

I hereby certify, that SHAKE SHACK ENTERPRISES, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 02/23/2009, and that the Limited Liability Company is existing so far as shown by the records of the Department.

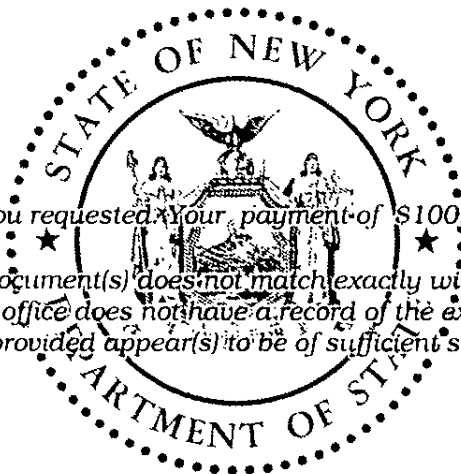
\*\*\*

*WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 31st day of March two  
thousand and ten.*

201004010261 102



SHAKE SHACK ENTERPRISES LLC  
ATTN: AUSTIN PUBLICOVER  
24 UNION SQ. E. UNION SQ HOSPITALITY GROUP  
NEW YORK NY 10003



Enclosed is the information you requested. Your payment of \$100.00 is hereby acknowledged.

If the name on the enclosed document(s) does not match exactly with the name of the entity you requested, this office does not have a record of the exact name you requested. The document(s) provided appear(s) to be of sufficient similarity to be the entity requested.

# Shake Shack

Austin Publicover  
Shake Shack c/o  
Union Square Hospitality Group  
24 Union Square East  
New York, NY 10003  
Direct 646-747-0604  
Fax 212-228-3622

*Mailed April 6, 2010*  
April 2, 2010

Florida Dept of State  
Division of Corporations  
Registration Section  
P O Box 6327  
Tallahassee FL 32314

Dear Registrar, or to Whom it may concern,

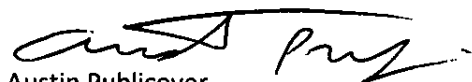
Enclosed please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, a signed Registered Agent form, and a check for \$160.00.

We are registering Shake Shack Enterprises LLC because it is the Guarantor in the lease for our Shake Shack 1111 Lincoln Road LLC restaurant in Miami Beach. As such, and for Division of Alcoholic Beverages & Tobacco premises licensure, Shake Shack Enterprises LLC (a New York limited liability company) must be registered in Florida.

If there are any questions, please feel free to reach me via email [apublicover@ushgnyc.com](mailto:apublicover@ushgnyc.com), phone or fax (listed above).

Thank you for your assistance.

Yours truly,



Austin Publicover

ap

Encl