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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Shula's Steak Houses Merchandise, LLC
(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Deborah Love
(Name of Person)

Friedman, Rosenwasser, & Goldbaum, P.A.
(Firm/Company)

5355 Town Center Road, Suite 801
(Address)

Boca Raton, Florida 33486
(City/State and Zip Code)

For further information concerning this matter, please call:

Deborah Love at (561) 395-5511 ext. 514
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

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

Enclosed is a check for the following amount:

☑ $25 Filing Fee ☐ $55 Filing Fee & Certified Copy

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: Shula's Steak Houses Merchandise, LLC.

2. The mailing address of the limited liability company is : 6843 Main Street, Miami Lakes, FL 33014.

10/11/2006 — 3. Date of filing/registration in Florida

L06000099619 — 4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Miami Center Registered Agents, LLC
Name

201 S. Biscayne Blvd., Ste. 1700
Address

Miami, Florida 33131
City, State and Zip

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6. The name and address of the new registered agent and/or office:

Corporate Creations International, Inc.
Name

11380 Prosperity Farms Rd., #221-E
Florida street address (P.O. Box **NOT** acceptable)

Palm Beach Gardens, FL 33410
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Ronald N. Rosenwasser
(Signature of a member or authorized representative of a member)

Ronald N. Rosenwasser, Esq., Authorized Representative
(Printed or typed name of signee)

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 as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

F. E. Commarata, V.P.
(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: $25.00

INHS18 (8/05)