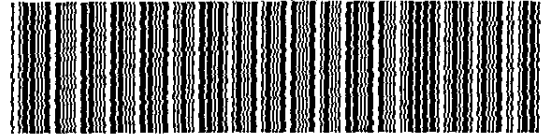


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



600020896906

06/24/03--01038--002 **1785.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED

03 JUN 24 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. TWB Ventures, Ltd.
(Name of limited partnership as it is in the home state)

2. Tampa Whataburger Ventures, Ltd.
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Texas 4. April 15, 2003
(State of Formation) (Date of Formation)

5. Brad Sykes
(Name of Registered Agent for Service of Process)

6. 7018 A.C. Skinner Parkway, Suite 250
(Street Address of Registered Office)

Jacksonville, Florida 32256
(City) (Zip Code)

7. Accepted by the Registered Agent for Service of Process:

(Agent must sign on this line)

8. 3821 Juniper Trace, Suite 108
Austin, Texas 78738
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>TWB General Partner, LLC</u>	<u>3821 Juniper Trace, Suite 108, Austin, Texas 78738</u>

10. 3821 Juniper Trace, Suite 108, Austin, Texas 78738
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

12.

3821 Juniper Trace, Suite 108

Austin, Texas 78738

(Mailing Address of Limited Partnership)

FILED


03 JUN 24 PM 2:42

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the content thereof, STATE
and that the facts stated herein are true and correct. FALL ALHASSEE, FLORIDA

Signed this 19th day of June, 2003.

TWB VENTURES, LTD.
a Texas limited partnership

By: TWB GENERAL PARTNER, LLC
a Texas limited liability company
Its General Partner



Gregory L. Feste, Manager

STATE OF TEXAS

COUNTY OF TRAVIS

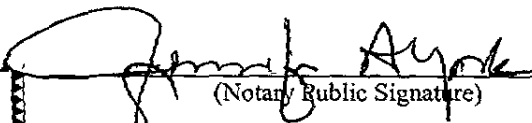
On this 19th day of June, 2003,

Gregory L. Feste, personally appeared before me,

☒ who is personally known to me

☐ whose identify I proved on the basis of _____





(Notary Public Signature)
Jennifer A. York

(Notary's Printed Name)

Seal

My Commission Expires: 6/20/2006

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED
PARTNERSHIP**

BEFORE ME the undersigned personally appeared Gregory L. Feste FILED
A general partner of TWB Ventures, Ltd. a (an) Texas 03 JUN 24 PM 2:42
Limited partnership, hereinafter referred to as the "Partnership," who certifies as follows: SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 3,047,273
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,000,000

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the content thereof and that the facts stated herein are true and correct.

Signed this 19th day of **June**, 2003.

TWB VENTURES, LTD.
a Texas limited partnership

By: TWB GENERAL PARTNER, LLC
a Texas limited liability company
Its General Partner



Gregory L. Feste, Manager

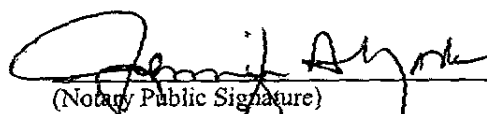
STATE OF TEXAS

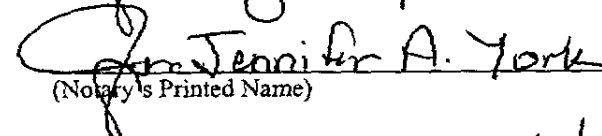
COUNTY OF TRAVIS

On this 19th day of June, 2003

Gregory L. Feste, personally appeared before me,

- ☒ who is personally known to me
☐ whose identity I proved on the basis of _____



(Notary Public Signature)


(Notary's Printed Name)



Seal My Commission Expires: 6/20/2006