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Patti B. Crosby, Paralegal
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January 21, 2002

VIA FEDERAL EXPRESS

Department of State of Florida
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000004790250--7
-01/22/02--01128--016
*****87.50 *****87.50

Re: Foreign Qualification for Triton Restaurant Group, Inc.

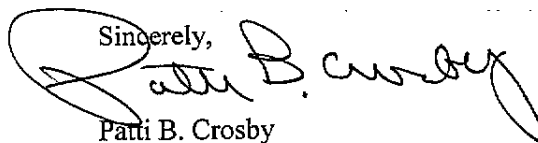
Dear Sir or Madam:

I am enclosing with this letter for filing in the foreign corporation records of the State of Florida, an original Application by Foreign Corporation for Authorization to Transact Business in Florida for Triton Restaurant Group, Inc., together with Transmittal Letter.

Also enclosed is our firm's check in the amount of \$87.50 in payment of the filing fee (\$70.00), the issuance of a certified copy of the Certificate of Authority (\$8.75) and a Certificate of Status (\$8.75) for Triton Restaurant Group, Inc. Please file the enclosed Application as soon as possible and return the Certificates of Authority and Certificate of Status to the undersigned as soon as possible in the self-addressed, prepaid Federal Express envelope I have enclosed for your use.

If you have any questions or problems with this request, please call me collect immediately at (770) 956-9600.

Sincerely,



Patti B. Crosby
Paralegal

/pbc
Enclosures

cc: Andrew H. Prussack, Esq.
Gregory A. Randall, Esq.

FILED
02 JAN 22 PM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1/24

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Triton Restaurant Group, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Patti B. Crosby, Paralegal

(Name of Person)

Holt Ney Zatcoff & Wasserman, LLP

(Firm/Company)

100 Galleria Parkway, Suite 600

(Address)

Atlanta, Georgia 30339

(City/State and Zip code)

For further information concerning this matter, please call:

Patti B. Crosby

(Name of Person)

at (770) 956-9600 ext. 218

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Triton Restaurant Group, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 28, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Building 17, Suite 100, 8255 Dunwoody Place, Atlanta, Georgia 30350-3302
(Principal office address)

Building 17, Suite 100, 8255 Dunwoody Place, Atlanta, Georgia 30350-3302
(Current mailing address)

8. operation of restaurant franchises
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

CT Corporation System

By: Dale H. Morris

(Registered agent's signature)

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: James V. Patton

Address: Building 17, Suite 100, 8255 Dunwoody Place

Atlanta, GA 30350-3302

Director: _____

Address: _____

B. OFFICERS

President: James V. Patton

Address: Building 17, Suite 100, 8255 Dunwoody Place

Atlanta, Georgia 30350-3302

Vice President: Mark R. Bevill

Address: Building 17, Suite 100, 8255 Dunwoody Place

Atlanta, Georgia 30350-3302

Secretary: Mark R. Bevill

Address: Building 17, Suite 100, 8255 Dunwoody Place, Atlanta, GA 30350-3302

Treasurer: Mark R. Bevill

Address: Building 17, Suite 100, 8255 Dunwoody Place, Atlanta, GA 30350-3302

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James V. Patton, President

(Typed or printed name and capacity of person signing application)

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02 JUN 22 PM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 020070335
CONTROL NUMBER : 0155817
DATE INC/AUTH/FILED: 12/28/2001
JURISDICTION : GEORGIA
PRINT DATE : 01/07/2002
FORM NUMBER : 211

HOLT NEY ZATCOFF AND WASSERMAN LLP
PATTI CROSBY
100 GALLERIA PKWY STE 600
ATLANTA, GA 30339

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

TRITON RESTAURANT GROUP, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State

FILED
JAN 28 2002
10:59
SECRETARY OF STATE
ATLANTA, GEORGIA