

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations

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Anni R.V.

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From:

Account Name : C T CORPORATION SYSTEM

Account Number : PCA000000023

Phone : (850) 222-1092

Fax Number : (850) 878-5926

FOREIGN PROFIT/NONPROFIT CORPORATION**Burger King Brands, Inc.**

Certificate of Status	0
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06 MAY 17 PM 4:30

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B. McKnight MAY 17 2006

**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. Burger King Brands, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 65-0226090
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. September 28, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 17, 1999
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5505 Blue Lagoon Drive, Miami, FL 33126
(Principal office address)
5505 Blue Lagoon Drive, Miami, FL 33126
(Current mailing address)

8. Any lawful activity for which a corporation may be organized
(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 **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33224
(City) (Zip code)

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:

Connie Bryan
(Registered agent's signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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. Name and business addresses of officers and/or directors:

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A. DIRECTORS --SEE ATTACHED--

~~Chairman:~~ Russell B. Klein
Address: 5505 Blue Lagoon Drive
Miami, FL 33126

Vice Chairman: -----

Address: -----

Director: Marlene Gordon

Address: 5505 Blue Lagoon Drive
Miami, FL 33126

Director: Denny Marie Post

Address: 5505 Blue Lagoon Drive
Miami, FL 33126

B. OFFICERS --SEE ATTACHED--

President: Russell B. Klein

Address: 5505 Blue Lagoon Drive
Miami, FL 33126

Vice President: -----

Address: -----

Secretary: Marlene Gordon

Address: 5505 Blue Lagoon Drive, Miami, FL 33126

Treasurer: Ben K. Wells

Address: 5505 Blue Lagoon Drive, Miami, FL 33126

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Marlene Gordon, Secretary

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

BURGER KING BRANDS, INC

OFFICERS AND DIRECTORS

BOARD OF DIRECTORS

Russell B. Klein
Marlene Gordon
Denny Marie Post

OFFICERS

Russell B. Klein	President
Ben K. Wells	Senior Vice President and Treasurer
Denny Marie Post	Chief Concept Officer
Brian Gies	Vice President, Marketing Impact
Michael Kappitt	Vice President, Consumer Insights and Performance Analysis
John Reckert	Vice President, Research and Development
John Schaufelberger	Vice President, Product Marketing
Marlene Gordon	Secretary
Richard Leland	Assistant Treasurer
Esther Gonzalez	Assistant Secretary
Lisa Giles-Klein	Assistant Secretary

Delaware

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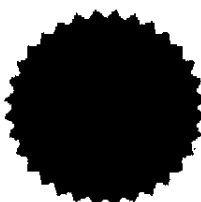
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BURGER KING BRANDS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

06 MAY 17 PM 4:30

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2242553 8300

AUTHENTICATION: 4742656

060453498

DATE: 05-12-06