

F18000001591

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(Address)

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2018 APR -4 PM 1:45
18 APR -4 AM 9:08

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B FIGUEROA

APR 05 2018

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 145175 8155808

AUTHORIZATION

COST LIMIT : \$70.00

ORDER DATE : April 3, 2018

ORDER TIME : 11:11 AM

ORDER NO. : 145175-015

CUSTOMER NO: 8155808

FOREIGN FILINGS

NAME: KMLEE INVESTMENTS INC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft -- EXT# 62925

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KMLee Investments 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," or "Certificate of Good Standing" 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:

LOUISA ZHOU

Name of Person

GRUBHUB HOLDINGS INC.

Firm/Company

111 W WASHINGTON ST STE 2100

Address

CHICAGO IL 60602-2783

City/State and Zip code

LEGAL@GRUBHUB.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LOUISA ZHOU

646 606-3271
at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

**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.*

KMLee Investments Inc

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

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

2. Delaware 3. 46-5421746
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/09/2014 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. 111 W. Washington Street Suite 2100 Chicago, IL 60602
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company

By: Amanda Farrell

Amanda Farrell- Asst. VP

(Registered agent's signature)

10. 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.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR - 4 AM 9:00

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Matthew Maloney

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

Director: Adam DeWitt

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

B. OFFICERS

President: Adam DeWitt

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

Vice President: Margo Drucker

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

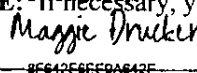
Secretary: Margo Drucker

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

Treasurer: Adam DeWitt

Address: 111 W. Washington Street Suite 2100 Chicago, IL 60602

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

12.  _____
8F642F66E0A642E

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Margo Drucker - Vice President, General Counsel, and Secretary

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
18 APR -4 AM 9:04

ADDTL DIRECTORS/OFFICERS ATTACHMENT:

Margo Drucker- Director

111 W. Washington Street Suite 2100

Chicago IL 60602

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR - 4 AM 8:08

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KMLEE INVESTMENTS 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 THIRD DAY OF APRIL, A.D. 2018.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KMLEE INVESTMENTS INC" WAS INCORPORATED ON THE NINTH DAY OF APRIL, A.D. 2014.

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



A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

5515622 8300

SR# 20182407477

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202444641

Date: 04-03-18