

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-221-0771
904-221-0330 FAX



ACCOUNT NO. : 072100000032

REFERENCE : 148597 4343228

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 7, 1996

ORDER TIME : 9:56 AM

ORDER NO. : 148597-005

CUSTOMER NO: 4343228

CUSTOMER: Ms. Susan A. Thompson
James Denecke & Harris
1150 Pioneer Tower
888 S.W. 5th Avenue
Portland, OR 97204

200002003122--3
-11/13/96--01131--006
****157.50 *****78.75

FOREIGN FILINGS

NAME: MCCORMICK & SCHMICK'S ECP III,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

FILED
96 NOV -8 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/12

577-9-0 11/13/96
CIVIL JUSTICE DIVISION

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. McCormick & Schmick's ECP III, 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. Oregon
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. 10/18/96
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 617.168, F.S.))
7. 720 SW Washington Street, Suite 550
Portland, OR 97205-3507
(Current mailing address)
8. Restaurant and bar
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.

Robyn Repass

By: Robyn Repass
(Registered agent's signature)

Asst. Sec.

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.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

10/17/86

09:30

21 208 543 7318

CSC

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

A. DIRECTORS

Co-Chairman: William P. McCormick
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

Co-Chairman: Douglas L. Schmick
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

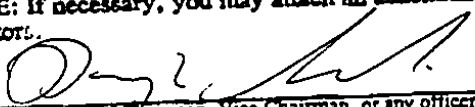
President: William P. McCormick
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

Vice President: Jerry R. Kelso
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

Secretary: Douglas L. Schmick
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

Treasurer: Douglas L. Schmick
Address: 720 SW Washington Street, Suite 550
Portland, OR 97205-3507

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. Douglas L. Schmick, Sec/Treasurer
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal
of said State, do hereby certify:

MCCORMICK & SCHMICK'S ECP III, INC.

was

incorporated

under the Oregon

Business Corporation Act

on

October 18, 1996

and is active on the records of the Corporation
Division as of the date of this certificate.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

PHIL KEISLING, Secretary of State

By

Karen Drapela
Karen Drapela

October 18, 1996

F 96000005847

JAMES & DENECKE

1150 Pioneer Tower
888 S.W. Fifth
Portland, Oregon 97204-2096

City/State/Zip

Phone #

400002298044--0

-09/22/97--01039--010

*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 SEP 22 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLL SEP 25 1997

With reference to document number F96000005847

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSMIT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

McCormick & Schmick's RCP III, Inc.
(Name of Corporation)

Oregon
(Incorporated Under Laws Of)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Christopher James, Esq.
880 SW Fifth Avenue
Suite 1150

(Mailing Address)

Portland, OR 97204

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

 Secretary
Signature Title

Douglas L. Schmick 9-15-97
Typed or printed name Date