

L01000007483

WARD & WARD

ATTORNEYS AND COUNSELORS AT LAW
4001 NEWBERRY ROAD, SUITE C-1
GAINESVILLE, FLORIDA 32607-2380

PETER WARD

PETER HAMILTON WARD

† PETER HAY WARD— Of Counsel
Admitted FL & GA

VOICE: (352) 377-4761

FACSIMILE: (352) 373-1191

INTERNET: PHWard@aol.com

HAMILTON WARD (1829-1898)

HAMILTON WARD, JR. (1871-1932)

HAMILTON WARD, III (1905-1981)

JOHN C. WARD (1906-1970)

July 31, 2001

500004511555--2
-08/01/01--01081--001
*****38.75 *****38.75

Division of Corporations,
Florida Department of State
ATTN: NEW FILINGS
409 E. Gaines Street
Tallahassee, Florida 32399

500004511555--2
-08/08/01--01030--001
FEDERAL EXPRESS OVERNIGHT 25 *****21.25

Re: FreWal, L.L.C.

L01-7483

Enclosed for filing are the "Amended and Restated Articles of Organization, Florida Limited Liability Company".

Enclosed is my attorney's check in the amount of \$38.75 computed as follows: \$25.00 for filing the Amended and Restated Articles; \$5.00 for a certificate of status and \$8.75 for a certified copy of the Amended and Restated Articles as filed.

Please forward the certificate of status and certified copy to Peter H. Ward, Esq., Ward & Ward, 4001 Newberry Road, C-1, Gainesville, FL 32607.

Sincerely,

WARD & WARD



Peter Hamilton Ward

PHW/cj
Enclosures

FILED
2001 AUG -9 AM 10:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

40



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 3, 2001

PETER H. WARD, ESQ.
WARD & WARD
4001 NEWBERRY RD C-1
GAINESVILLE, FL 32607

SUBJECT: FREWAL, L.L.C.
Ref. Number: L01000007483

We have received your document for FREWAL, L.L.C. and check(s) totaling \$38.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$21.25. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fee to file your limited liability company document is \$25. Please include an additional \$30 for each certified copy (optional) requested and an additional \$5 for each certificate of status (optional) requested.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 301A00044937

FILED
2001 AUG -9 AM 10:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**AMENDED and RESTATED
ARTICLES OF ORGANIZATION,
FLORIDA LIMITED LIABILITY COMPANY**

Articles of Organization for FreWal, L.L.C., a Florida limited liability company, were originally filed with the Florida Secretary of State on May 8, 2001. These amended and restated articles, having been duly executed, are being filed in accordance with §608.411(5), Florida Statutes.

ARTICLE I – Name:

The name of the Limited Liability Company is, and continues to be: **FreWal, L.L.C.**

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is, and continues to be:

4001 Newberry Road, Suite C-2
Gainesville, Florida 32607

ARTICLE III – Purpose:

The purpose of this limited liability company shall consist only in the development, ownership, operation and maintenance of Sonic drive-in restaurants.

ARTICLE IV – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent is, and continues to be:

Peter Hamilton Ward
4001 Newberry Road, Suite C-1
Gainesville, Florida 32607-2380

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby continue to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



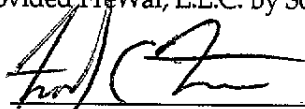
Registered Agent's Signature

ARTICLE V – Management (Check box if applicable)

☐ The Limited Liability Company is to be managed by one manager or more managers and, therefore, a manager-managed company.

ARTICLE VI – Transfer of Member Interest Restricted

The company may not issue any additional membership interests nor may any member transfer, assign or pledge any membership interest without the prior, written consent of Sonic Industries, Inc., conditions of that consent being contained in the Area Development Agreement and sample License Agreement Number 6A (SS), with attachments, provided FreWal, L.L.C. by Sonic Industries Inc, here incorporated by reference.



Fred C. Franco, Managing Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED
2001 AUG - 9 AM 10:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA