

CT CORPORATION SYSTEM

CORPORATION(S) NAME

L010000017071

(1) Carbill Foods, L.L.C.

(2) Carbill Realty, L.L.C.

400004623844-6
10/04/01-01039-022
****125.00 ****125.00

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT -4, AM 9:32

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

10/4/01

Order#: 4823622

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 4, 2001

CT CORPORATION SYSTEM

SUBJECT: CARBILL REALTY, L.L.C.
Ref. Number: W01000023031

We have received your document for CARBILL REALTY, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

Please return your document, along with 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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 801A00055742

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

**ARTICLES OF ORGANIZATION
OF
CARBILL REALTY, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is Carbill Realty, L.L.C.

ARTICLE II - ADDRESS

The address of the principal office of the Limited Liability Company is 79 Monarch Lane, Pensacola, Florida, 32503. This is also the mailing address.

ARTICLE III - REGISTERED AGENT

The name and Florida street address of the registered agent is Carl L. Thompson, 79 Monarch Lane, in the City of Pensacola, County of Escambia, Florida 32503.

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 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.

Acknowledgement of Registered Agent

Carl L. Thompson

Carl L. Thompson
01 OCT -1, AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - MANAGEMENT

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

The sole purpose of this Limited Liability Company is to develop and operate Sonic drive-in restaurants. No member may transfer any interest in this Limited Company and the Limited Liability Company may not issue any additional membership interest without the consent of Sonic Industries, Inc.

CARBILL REALTY, L.L.C.

Carl L. Thompson
Carl L. Thompson