

L2010000017658



MASON & ASSOCIATES

Professional Association
Attorneys at Law

October 8, 2001

200004631512--1

-10/11/01--01041--008

***130.00 ***130.00

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: CARBILL RESTAURANT 1, L.L.C.

Dear Sir or Madam:

Enclosed please find the original and one photocopy of the Articles of Organization for the above-referenced Florida limited liability company. Please file the Articles upon receipt and return a Certificate of Status to our office.

We have enclosed our check in the amount of \$130.00 in payment of the filing fee, registered agent fee and the cost of the Certificate of Status.

Should you have any questions or require additional information, we would appreciate a phone call to the undersigned, rather than returning the documents. Thank you for your assistance.

Sincerely,

Lia H. Costello

Lia H. Costello
Legal Assistant

/lhc
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 11 PM 1:47

3499c005.Articles to SOS.100801.doc

10/15

2p

**ARTICLES OF ORGANIZATION
OF
CARBILL RESTAURANT 1, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is Carbill Restaurant 1, L.L.C.

ARTICLE II - ADDRESS

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

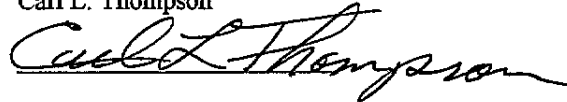
ARTICLE III - REGISTERED AGENT

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



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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 11 PM 1:47

CARBILL RESTAURANT 1, L.L.C.


Carl L. Thompson