

L04000043105

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

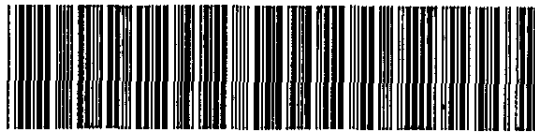
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300038349233

07/07/04--01047--007 **25.00

L07/12/04

FILED
DIVISION OF STATE
CORPORATIONS
04 JUN -7 AM 8:46

40

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SDI of Haines City, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Curtis Langford
(Name of Person)

Langford-Leake Group, INC
(Firm/Company)

330 Ave. B SW
(Address)

Winter Haven, FL 33880
(City/State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUL -7 AM 8:46

For further information concerning this matter, please call:

Curtis Langford at (863) 291-5130
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

SDI of Haines City, LLC

(Present Name)
(A Florida Limited Liability Company)

June 8th, 2004

FIRST: The Articles of Organization were filed on June 8, 2004 and assigned document number 204000043105.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

See Attached

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUL -7 AM 8:47

Dated June 28, 2004.



Signature of a Member or Authorized Representative of a Member

Curtis Langford

Typed or Printed Name of Signee

Filing Fee: \$25.00

(Changes and additions for)

Articles of Organization
For
SDI of Bartow, LLC

(Changes)

Article III
Purpose

This Limited Liability Company is organized for the sole purpose of the development, ownership, operation and maintenance of Sonic Drive-in restaurants.

(Additions)

Article VII
Admission of Additional Members

Additional members are to be admitted as members of the company only by the unanimous vote of the members, in accordance with applicable law and in accordance with the Operating Agreement. In addition, additional members may be admitted only with the written consent of Sonic Industries, Inc.

Article VIII
Amendment of Articles of Organization

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Limited Liability Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

Article IX
Transferability of Member's Interest

An interest of a Member of the Limited Liability Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Limited Liability Company and in accordance with applicable law. Provided, however, that no member may transfer, assign or pledge any membership interest without the prior, written consent of Sonic Industries, Inc.

04 JUL -7 AM 8:47
FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS