

L0500022025

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

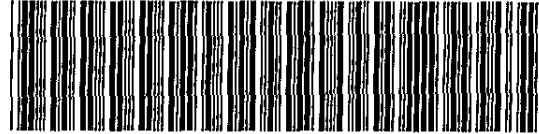
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400048424524

03/16/05--01035--017 \*\*25.00

L03/24/05

FILED  
05 MAR 15 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Buchanan Ingersoll PC**  
ATTORNEYS

Emily L. Holder  
(412) 562-8987  
holderel@bipc.com

One Oxford Centre  
301 Grant Street, 20th Floor  
Pittsburgh, PA 15219-1410  
T 412 562 8800  
F 412 562 1041  
www.buchananingersoll.com

March 15, 2005

**VIA UPS NEXT DAY AIR**

Florida Department of State  
Registration Division  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Eustis Drive-In #1 LLC —  
Articles of Amendment to Articles of Organization

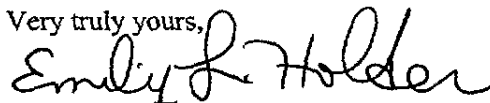
Ladies and Gentlemen:

Enclosed for filing are Articles of Amendment to Articles of Organization for **Eustis Drive-In #1 LLC**. Also enclosed is a check in the amount of \$25.00 made payable to the Florida Department of State for this filing.

Would you please be kind enough to arrange to have the Articles of Amendment to Articles of Organization filed today and send evidence of the filing to me. (I have enclosed a postage paid, pre-addressed envelope for your convenience.)

Please call me at (412) 562-8987 if you have any questions regarding the filing.

Very truly yours,



Emily L. Holder  
Franchise Legal Assistant

Enclosures

FILED  
05 MAR 15 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF

EUSTIS DRIVE-IN #1 LLC

(Present Name)

(A Florida Limited Liability Company)

**FIRST:** The date of filing of the Articles of Organization was March 3, 2005.

**SECOND:** The following amendment(s) to the Articles of Organization was/were adopted by the Limited Liability Company:

**The Articles of Organization are hereby amended and restated in their entirety as follows:**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

Eustis Drive-In #1 LLC

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

**Principal Office Address:**

**Mailing Address:**

10346 SW 64th Court  
Ocala, Florida 34476

10346 SW 64th Court  
Ocala, Florida 34476

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature**

The name and the Florida street address of the registered agent are:

Mark A. Irvin

Name

10346 SW 64th Court

Florida street address (P.O. Box **NOT** acceptable)

Ocala, Florida 34476

City, State, and Zip

*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..*

/s/ Mark A. Irvin

Registered Agent's Signature

FILED  
05 MAR 15 PM 4:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV - Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing  
Member

**Name and Address:**

MGR

Red River Management LLC  
3212 Blossom Lane  
Odessa, TX 79726

**ARTICLE V - Limitations in Favor of Sonic Industries, Inc.**

The sole purpose of the Limited Liability Company shall consist of the development, ownership, operation and maintenance of restaurants under the trademark and service mark SONIC® America's Drive-In ® licensed by Sonic Industries, Inc. The Limited Liability Company shall not issue any additional membership interests in the Limited Liability Company and no member may transfer, assign or pledge any membership interests in the Limited Liability Company without the prior written consent of Sonic Industries, Inc.

**ARTICLE VI - Effective Date:**

The effective date of these Articles of Organization is March 1, 2005.

Dated: March 15, 2005

RED RIVER MANAGEMENT LLC

By: WATKINS VENTURES, L.P., Manager

By: PWT ASSET HOLDINGS, INC., General Partner

/s/ R. Trent Watkins, President

**Signature of a member or an authorized representative of a 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.)

R. Trent Watkins

Typed or printed name of signee

FILED  
05 MAR 15 PM 4:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Filing Fee: \$25.00