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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Burger King Interamerica, LLC

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**ARTICLES OF ORGANIZATION
OF
BURGER KING INTERAMERICA, LLC
a Florida limited liability company**

1. The name of this limited liability company is **BURGER KING INTERAMERICA, LLC** (the "Company").
2. The principal place of business and the mailing address of the Company is:

5505 BLUE LAGOON DRIVE
MIAMI, FL 33126 US

3. The name and address of the registered agent of the Company is:

C T CORPORATION
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

4. The Company is to be managed by one or more managers. The names and addresses of the initial managers are:

John W. Chidsey
Burger King Corporation
5505 Blue Lagoon Drive
Miami, FL 33126

Ben K. Wells
Burger King Corporation
5505 Blue Lagoon Drive
Miami, FL 33126

Anne Chwat
Burger King Corporation
5505 Blue Lagoon Drive
Miami, FL 33126

Peter Smith
Burger King Corporation
5505 Blue Lagoon Drive
Miami, FL 33126

5. The name and address of the initial sole shareholder is:
Burger King Corporation
5505 Blue Lagoon Drive
Miami, FL 33126

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IN WITNESS WHEREOF, the undersigned authorized representative of **BURGER KING INTERAMERICA, LLC** has executed these Articles of Organization this 27th day of September 2006.

Anne Chwat

Name: *Anne Chwat*
Title: *General Counsel & Secretary*

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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for and to accept service of process for **BURGER KING INTERAMERICA, LLC**, at the place designated in these Articles of Organization, hereby accept the appointment as Registered Agent and agree to act in such capacity. The undersigned further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, F.S..

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Registered Agent's Signature

Barbara A. Burke
Special Assistant Secretary

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