2008 LIMITED LIABILITY COMPANY REINSTATEMENT

DOCUMENT# L06000114303

Entity Name: SOUTHBAY ASSOCIATES LLC

FILED Feb 15, 2008 Secretary of State

Date

Current Principal Place of Business: New Principal Place of Business:

FIVE GUYS BURGERS & FRIES SHOPPES OF SOUTH BAY BIG BEND RIVER ROAD SUITE 104 RIVERVIEW, FL 33569

New Mailing Address: Current Mailing Address:

FIVE GUYS BURGERS & FRIES SHOPPES OF SOUTH BAY BIG BEND RIVER ROAD SUITE 104 RIVERVIEW, FL 33569

FEI Number: 20-5958211 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

CORPORATION SERVICE COMPANY FOSTER, MATTHEW J 202 SOUTH ROME AVENUE 1201 HAYS STREET TALLAHASSEE, FL 32301 US SUITE 100 TAMPA, FL 33606 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: MATTHEW J FOSTER

02/15/2008 Electronic Signature of Registered Agent

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

MGRM () Delete Title: () Change () Addition

DORFMAN, ROBERT M Name: Name: Address: 105 ESTWORTHY PLACE Address: City-St-Zip: NORTH POTOMAC, MD 20878 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: ROBERT M DORFMAN **MGRM** 02/15/2008