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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Southern King Holdings II LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION

FOR

SOUTHERN KING HOLDINGS II LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -NAME

The name of the limited liability company shall be SOUTHERN KING HOLDINGS II LLC ("Company").

ARTICLE II -ADDRESS

The mailing address and street address of the principal office of the Company shall be 9400 South Dadeland Blvd, Suite 720, Miami, FL 33156.

ARTICLE III -DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -PURPOSE

The purpose for which the Company is organized is limited to the ownership, operation and development of Burger King Restaurants.

ARTICLE V -REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is CT Corporation System, 1200 S. Pine Island Road, Plantation, FL 33324.

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, on this 15 day of June, 2007.


KARA NORDSTROM

Authorized Representative

(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.)

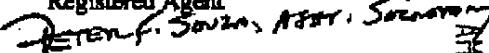
ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the articles of organization, 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 compete 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.


CT CORPORATION SYSTEM

BY:

Registered Agent


Peter F. Souza, ASST. Secy.

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