

LO7000098175

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

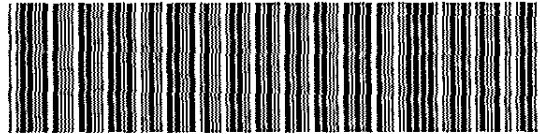
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600109744046

09/26/07--01021--017 \*\*185.00

RECEIVED  
07 SEP 26 AM 11:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
07 SEP 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/1/07



CT

a Wolters Kluwer business

CT  
1203 Governors Square Blvd.  
Tallahassee, FL 32301-2960

850 222 1092 tel  
850 222 7615 fax  
www.ctlegalsolutions.com

September 26, 2007

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

EFFECTIVE DATE

10/1/07

FILED  
07 SEP 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 7034848 SO  
Customer Reference 1: none given  
Customer Reference 2: na

Dear Department of State, Florida:

Please obtain the following:

BK Card Company, Inc. (FL)  
Conversion  
Florida

BK Card Company, Inc. (FL)  
Cert Copy of Articles of Org  
Florida

BK Card Company, Inc. (FL)  
Certificate of Status-Domestic  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Thank You!  
Connie

EFFECTIVE DATE

10/1/07

FILED  
07 SEP 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: BK Card Company, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Lisa Gales-Klein

(Contact Person)

Burger King Corporation

(Firm/Company)

5805 Blue Lagoon Drive

(Address)

Miami, FL 33126

(City, State and Zip Code)

For further information concerning this matter, please call:

Lisa Gales-Klein

(Name of Contact Person)

at ( 305 ) 378-7581

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees  
( \$25 for Conversion  
& \$125 for Articles  
of Organization )

☐ \$155.00 Filing Fees  
and Certificate of  
Status

☐ \$180.00 Filing Fees  
and Certified Copy

☒ \$185.00 Filing Fees,  
Certified Copy, and  
Certificate of Status

STREET ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE 10/1/07

FILED  
07 SEP 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

BK Card Company, Inc.  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation P05000086259  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on Jan 15, 2005  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

BK Card Company, LLC  
(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: October 1, 2007  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 26<sup>th</sup> day of September 2007

Signature of Authorized Person: Lisa Gales-Klein

Printed Name: Lisa Gales-Klein Title: Assistant Secretary

**Fees:**

|                                            |                    |
|--------------------------------------------|--------------------|
| Certificate of Conversion:                 | \$25.00            |
| Fees for Florida Articles of Organization: | \$125.00           |
| Certified Copy:                            | \$30.00 (Optional) |
| Certificate of Status:                     | \$5.00 (Optional)  |

EFFECTIVE DATE 10/1/07

**FILED**  
07 SEP 26 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
BK CARD COMPANY, LLC  
a Florida limited liability company**

**ARTICLE I - NAME**

The name of this limited liability company is **BK CARD COMPANY, LLC** (the "Company").

**ARTICLE II - ADDRESS**

The principal place of business and the mailing address of the Company is:

5505 BLUE LAGOON DRIVE  
MIAMI, FL 33126 US

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

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

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

**ARTICLE IV - MANAGERS**

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

**ARTICLE V – MEMBERS**

The name and address of the initial sole member of the Company is:

Burger King Corporation  
5505 Blue Lagoon Drive  
Miami, FL 33126

**ARTICLE VI – EFFECTIVE DATE**

The effective date of these Articles of Organization is October 1, 2007.

IN WITNESS WHEREOF, the undersigned authorized representative of BURGER KING CORPORATION, the sole member of BK CARD COMPANY, LLC, has executed these Articles of Organization this 26<sup>th</sup> day of September 2007.



Name: Lisa Giles-Klein

Title: Assistant Secretary, Burger King Corporation

# **ACKNOWLEDGMENT OF REGISTERED AGENT**

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

CT CORPORATION SYSTEM

  
\_\_\_\_\_  
Registered Agent's Signature

***Anthony LiCausi***  
***Vice President***

MIADMS/300028.2