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February 15, 2000

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

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-02/28/00--01164--010
****160.00 ****160.00

Re: Giordano's of Orlando, LLC
Our File No. 4137-4

M-475

Dear Sir/Madam:

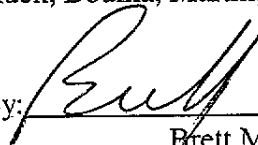
Enclosed for your processing is an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida along with our firm's check no. 25315 in the amount of \$160.00 to cover filing fees. Please process such form at your earliest convenience.

If you have any questions with respect to this matter, please do not hesitate to contact the undersigned at any time.

Best regards,

Huck, Bouma, Martin, Jones & Bradshaw, P.C.

By:



Brett M. Dale

FILED
00 FEB 28 AM 9:54
STATE OF FLORIDA
TALLAHASSEE

4/23/00

BMD/vl

Enclosures

BMD\NR\4000's\4100-4199\4137-4\Gior of Orlando\FL sec of state ltr.wpd

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Giordano's of Orlando, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4336895
(FEI number, if applicable)
4. January 3, 2000
(Date of Organization)
5. Perpetuity
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 3, 2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 308 W. Randolph Street
Chicago, IL 60606
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

308 W. Randolph

Chicago, IL 60606

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: to engage in
any and all lawful business

Brett M. Dale
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brett M. Dale, Authorized Representative
Typed or printed name of signee

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00 FEB 28 AM 9:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is: _____

Giordano's of Orlando, LLC

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

CT Corporation System

(Name)

1200 S. Pine Island Rd.

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

Plantation

FL

33324

City/State/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.

PETER F. SOUZA

ASSISTANT SECRETARY

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 FEB 28 AM 9:54

FILED

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GIORDANO'S OF ORLANDO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2000.

FILED
00 FEB 28 AM 9:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA



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Edward J. Freel, Secretary of State

AUTHENTICATION:

0241986

DATE:

02-07-00