



# M00000000610

ACCOUNT NO. : 072100000032  
 REFERENCE : 643793 4300123  
 AUTHORIZATION : *Patricia Pruitt*  
 COST LIMIT : \$ ~~70.00~~ *125.00*

FILED  
 00 MAR 30 PM 1:57  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

ORDER DATE : March 29, 2000  
 ORDER TIME : 11:06 AM  
 ORDER NO. : 643793-005  
 CUSTOMER NO: 4300123

600003190216--0

CUSTOMER: Ms. Claudia A. Natali  
 Battle Fowler Llp  
 75 East 55th Street  
 Park Avenue Tower  
 New York, NY 10022-3205

*M00-610*

Name	<i>03-30</i>
Availability	<i>03-30</i>
Document Examined	<i>[Signature]</i>
Updated	<i>[Signature]</i>
Updated Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

FOREIGN FILINGS

NAME: MAR RESTAURANT ASSOCIATES LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

RECEIVED  
 00 MAR 30 PM 12:15  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

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

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

1. MAR RESTAURANT ASSOCIATES, LLC  
(Name of foreign limited liability company)

2. DELAWARE  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. FEBRUARY 10, 2000  
(Date of Organization)

5. PERPETUAL  
(Duration: Year limited liability company is to exist or "perpetual")

6. FEBRUARY 16, 2000  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 344 Plaza Real, Boca Raton, FL 33432  
(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:

MICHAEL FREUNDLICH,

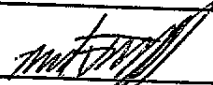
Mark's at the Park

344 Plaza Real, Boca Raton, FL 33432

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: \_\_\_\_\_

ANY LAWFUL ACT OR ACTIVITY

  
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.)

Michael Freundlich  
Typed or printed name of signer

FILED  
00 MAR 30 PM 1:57  
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.

FILED  
00 MAR 30 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Limited Liability Company is:

MAR RESTAURANT ASSOCIATES LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

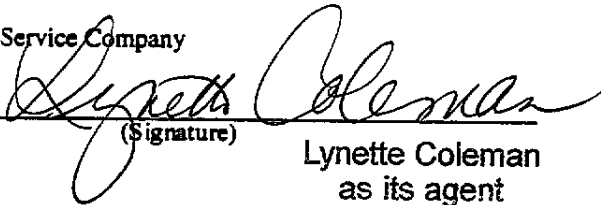
Tallahassee

FL 32301

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..*

Corporation Service Company

  
(Signature)

Lynette Coleman  
as its agent

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAR RESTAURANT ASSOCIATES 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 TWENTY-NINTH DAY OF MARCH, A.D. 2000.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3174421 8300

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AUTHENTICATION: 0348327

DATE: 03-29-00