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E-MAIL: mmps@millcreeklaw.com

March 23, 2000

Via Federal Express

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-03/24/00--01074--006  
\*\*\*\*160.00 \*\*\*\*160.00

Florida Department of State  
Registration Section  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32399

Re: HR III, LLC

Dear Sir or Madam:

W-8403  
M-664

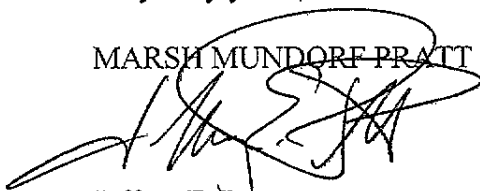
Enclosed please find original and copy of Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, original Certificate of Existence/Good Standing from the State of Nevada and Certificate of Designation of Registered Agent/Registered Office.

We request that these documents be filed in your office. Our check is enclosed in the amount of \$160.00 to cover the filing fees (\$100.00 & \$25.00), certified copy fee (\$30.00) and Certificate of Status (\$5.00); please mail the copy and certificate to me at the above address.

Thank you for your assistance. Please contact me if you require anything further.

Very truly yours,

MARSH MUNDORF PRATT & SULLIVAN



Jeffrey E. Pratt

W 4/6  
FILED  
00 APR -6 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Enc.



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

RECEIVED

APR 03 2000

M, M & P  
MILL CREEK OFFICE

March 29, 2000

JEFFREY A. PRATT  
MARSH MUNDORF PRATT & SULLIVAN  
16000 BOTHELL-EVERETT HWY SUITE 160  
MILL CREEK, WA 98012-1514

SUBJECT: HR III, LLC  
Ref. Number: W00000008403

We have received your document for HR III, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 300A00017283

FILED  
00 APR -6 PM12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

MARSH MUNDORF PRATT & SULLIVAN  
ATTORNEYS AT LAW • A PROFESSIONAL SERVICE CORPORATION

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April 4, 2000

Via Federal Express

Florida Department of State  
Registration Section  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32399

FILED  
00 APR -6 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Re: HR III, LLC  
Your Reference No. W00000008403

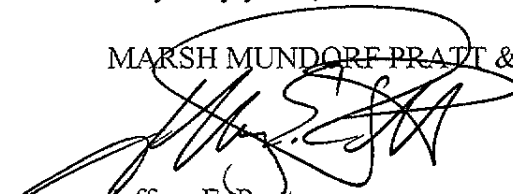
Dear Sir or Madam:

We are in receipt of your letter regarding our Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. We have made the necessary corrections and return the application and your letter herewith.

As our check for fees was not returned, I assume you will now file our application but if anything further is required, please advise. Thank you for your assistance.

Very truly yours,

MARSH MUNDORF PRATT & SULLIVAN



Jeffrey E. Pratt

Enc.

**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. HR III, LLC  
(Name of foreign limited liability company)
2. Nevada  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. applied for  
(FEI number, if applicable)
4. March 10, 2000  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5040 East Shea Boulevard, Suite 264  
Scottsdale, AZ 85254  
(Street address of principal office)

**FILED**  
00 APR -6 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

Donald Wollan 6535 West Oquendo  
Las Vegas, NV 89118

Paradigm Investment Group, LLC 1066 Muirlands Vista Way  
LaJolla, CA 92037

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: Operation of Fast Food Restaurants

Donald Wollan  
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.)

Donald Wollan

Typed or printed name of signee

## 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:

HR III, LLC

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

C T Corporation System

(Name)

1200 South Pine Island Road

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

Plantation, FL 33324

FL

City/State/Zip

**FILED**  
00 APR -6 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

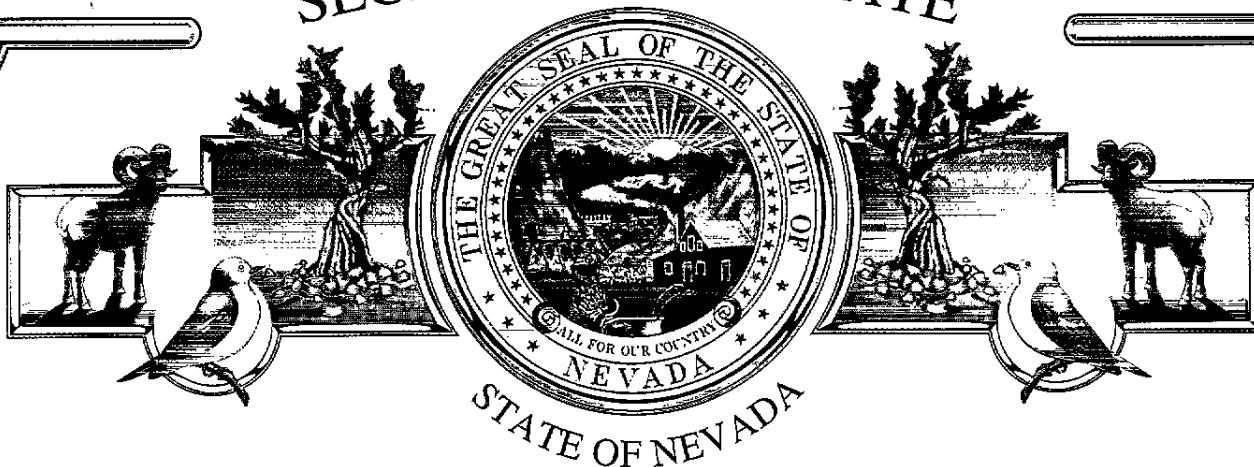
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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..*

 Jack C. Caskey / Asst. V.P.

(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



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HR III, LLC**, as a limited-liability company duly organized under the laws of **Nevada** and existing under and by virtue of the laws of the State of Nevada since March 10, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on March 10, 2000.



*Dean Heller*  
Secretary of State  
By *Angela Clark*  
Certification Clerk

**FILED**  
00 APR -6 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA