

**CERTIFICATE OF WITHDRAWAL OF AUTHORITY TO  
TRANSACTION BUSINESS IN FLORIDA**

The name of the limited liability company as currently filed with the Florida Department of State:  
ZAXBY'S HOLDINGS, L.L.C.

The document number of the limited liability company is M00000000954.

This limited liability company was organized under the laws of Georgia.

The date this limited liability registered with the Department of State is May 15, 2000.

This limited liability company is withdrawing its certificate of authority in this state.

Signature: DAVID K. LINDER, AUTHORIZED REPRESENTATIVE

Electronic Signature of Authorized Representative