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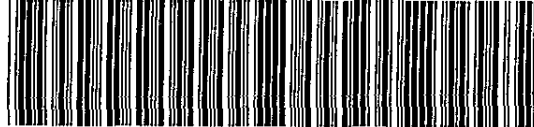
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BRUNINI

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
POST OFFICE DRAWER 119, JACKSON, MISSISSIPPI 39205

ATTORNEYS AT LAW

ROBERT D. DRINKWATER

Direct: 601.960.6852

E-mail: bdrinkwater@brunini.com

1400 Trustmark Building

248 East Capitol Street

Jackson, Mississippi 39201

Telephone: 601.948.3101

Facsimile: 601.960.6902

EDMUND L. BRUNINI
(1911-1992)

R. GORDON GRANTHAM
(1912-1986)

JOHN M. GROWER
GEORGE P. HEWES, III
Of Counsel

February 24, 2004

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

Re: Boyz-N-Burgers, LLC

Dear Sir:

Enclosed is a Statement of Change of Registered Agent for the above-referenced, together with our firm's check in the amount of \$25 for the filing fee.

Thank you for your assistance.

Very truly yours,

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC



Robert D. Drinkwater

RDD/bu

Enclosures

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: Boyz-N-Burgers, LLC
2. The mailing address of the limited liability company is : P.O. Box 2128, Ridgeland, MS 39158

05/04/2001

M01000001047

3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

CT Corporation System

Name

1200 South Pine Island Road

Address

Plantation, FL 33324

City, State and Zip

6. The name and address of the new registered agent and/or office:

Curtis R. Hare

Name

~~6008 14th Street W~~ 2721 Huntington Ave

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

SARASOTA
Bradenton

FL 34207 34232

City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Ronald G. McElain

(Signature of a member or authorized representative of a member)

RONALD G. M & C LAIN

(Printed or typed name of signee)

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

(Signature of Registered Agent)

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