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2/7

FILED

February 5, 2002

Registration Section
Division of Corporations
409 East Gains Street
Tallahassee, Florida 32399

FILED
02 FEB - 7 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


RE: **Registration of a Foreign Limited Liability Company.**

To Whom It May Concern:

Enclosed please find the Application, Certificate of Existence, as well as the filing fee in the above- mentioned matter. Please file the enclosed, and return to me a letter of Acknowledgment in the provided SASE.

Thank you for your attention in this matter. Please feel free contact our offices if you should have any questions or concerns.

Very Truly Yours,
WEIZENECKER, ROSE,
MOTTEN & FISHER, PC.


Stephen G. Weizenecker

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-02/07/02--01029--002
****125.00 ****125.00

SGW/cw
Enclosures

**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. MG RESTAURANTS, LLC.
(Name of foreign limited liability company)
2. GEORGIA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 58-2588444
(FEI number, if applicable)
4. 2/5/01
(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. 1800 PEACHTREE ROAD, SUITE 620
ATLANTA, GEORGIA 30309
(Street address of principal office)
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:
MICHAEL BURDICK, SAME AS PRINCIPAL OFFICE

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: _____
RESTAURANT OPERATION AND MANAGEMENT

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 W. Burdick

Typed or printed name of signee

FILED
02 FEB -7 PM 4:55
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:

MG RESTAURANTS, LLC.

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

MR. GUY CAMPBELL

(Name)

18723 GERACI ROAD

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

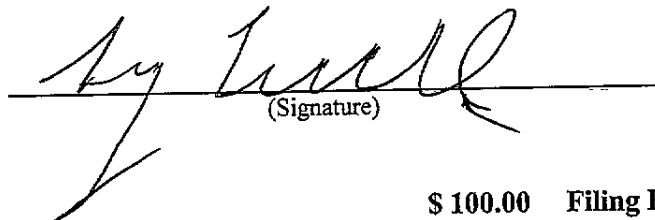
LUTZ

FL

33549

(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.


(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

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0106181
DATE INC/AUTH/FILED: 02/05/2001
JURISDICTION : GEORGIA
PRINT DATE : 02/05/2002
FORM NUMBER : 211

MG RESTAURANTS, LLC
MICHAEL BURDICK
1800 PEACHTREE STREET, NW, 620
ATLANTA, GA 30309

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

MG RESTAURANTS, LLC
A GEORGIA LIMITED LIABILITY COMPANY

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20020205191602307



Cathy Cox

Cathy Cox
Secretary of State