KRAS'S MONROE.

000000000 Email j Direct Dial (952) 885-4384

March 14, 2002

OVERNIGHT DELIVERY

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: NATH SPE TWO, LLC Our File No. 8764-67

000005110230---03/15/02--01035--001 ****130.00 ****130.00

Dear Sir or Madam:

Enclosed for filing please find the following:

Application for Foreign Limited Liability Company for Authorization to Transact 1. Business in Florida;

Certificate of Good Standing issued by the Minnesota Secretary of State; and 2.

3. Our check in the amount of \$130.00.

Please return a Certificate of Status. For your convenience a self-addressed envelope is also enclosed.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

KRASS MONROE, P.A.

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Enclosures

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Suite 1100 Southpoint Office Center 1650 West 82nd Street, Minneapolis, Minnesota 55431-1447 Telephone 952.885.5999 Facsimile 952.885.5969 Website www.krassmonroe.com

NO2-204

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.	NATH SPE TWO, LLC (Name of foreign limited liability company)					
	(14ame of foleigh innited hability company)					
2.	MINNESOTA (Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable)					
4.	FEBRUARY Z1, 2002 5. PERPETUAL					
	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")					
6.	MARCH 15 2002					
	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)					
7.	900 EAST 79TH STREET, SUITE 300					
	BLOOMINGTON, MN 55420					
(Street address of principal office)						
8.	. If limited liability company is a manager-managed company, check here X					
€.	The name and usual business addresses of the managing members or managers are as follows:					
	MAHENDRA NATH, 900 EAST 79TH STREET, SUITE 300, BLOOMINGTON, MN 55420					
ASHAK MEHTA, 900 EAST 79TH STREET, SUITE 300, BLOOMINGTON, MN 55420						
ASHA NATH, 900 EAST 79TH STREET, SUITE 300, BLOOMINGTON, MN 55420						
	PATTY PORTEOUS, 900 EAST 79TH STREET, SUITE 300, BLOOMINGTON, MN 55420 SHALINI NATH-WALIA, 900 EAST 79TH STREET, SUITE 300, BLOOMINGTON, MN 55420					
10.	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records					
	the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language					
	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:					
	BURGER KING FRANCHISEE					
	Mahendr Nan 5 5					
	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 are offirmation under the penalties of periors, that the facts stated herein are true.)					

MAHENDRA NATH, PRESIDENT

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.

. The name of the Limited Liability Company is:						
NATH SPE TV	NO, LLC					
2. The name and the Florida street address of the registered agent and office are:						
CT Corporation System (Name)						
1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)						
-	Plantation	FL (City/State/Zip)	_33324			

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) Kevin D. Lumberg, Asst. Secy.

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

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

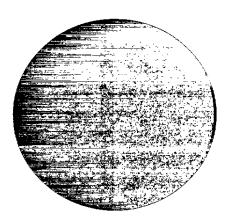
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The limited liability company listed below is a limited liability company formed or registered to do business under the laws of Minnesota; the limited liability company was formed by the filing of articles of organization or registered to do business by filing an application for a certificate of authority with the Office of the Secretary of State on the date listed below; the limited liability company is governed by Chapter 322B of Minnesota Statutes; and this limited liability company is authorized to do business as a limited liability company at the time this certificate is issued.

Name: NATH SPE TWO, LLC, a limited liability company

Date Formed or Registered: February 21, 2002

State of Organization: Minnesota

This certificate has been issued on February 28, 2002.



Mary Hiffmeyer Secretary of State.