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\*Of Counsel

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April 26, 2002

VIA FEDERAL EXPRESS

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

Re: Leesburg Sonic LLC

000005369750--4  
-04/29/02--01089--029  
\*\*\*\*125.00 \*\*\*\*125.00

Dear Sir or Madam:

M02-1151

Enclosed for processing please find the following documents in connection with the above-referenced entity:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Certificate of Good Standing of a Domestic Organization; and
4. This firm's check in the amount of \$125.00 for the filing fees.

I would appreciate your providing me with an acknowledgment of the above company authorization to transact business in your state once it has been approved.

Thank you for your assistance in this matter. Please feel free to contact me should you have further questions or comments.

Sincerely,

  
Keith I. Billingsley

4  
Enclosures

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DIVISION OF CORPORATIONS  
02 APR 29 AM 10:44

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. Leesburg Sonic LLC  
(Name of foreign limited liability company)
2. Arkansas  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. April 19, 2002  
(Date of Organization)
5. January 31, 2050  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. May 2, 2002  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1806 Citrus Road, Highway 27,  
Leesburg, FL  
(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:  
Dennis Porter  
P.O. Box 288  
Bee Branch, AR 72013
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: to own and operate  
restaurants and to engage in any other activities reasonably related  
to that purpose.

Keith I. Billingsley  
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.)

Keith I. Billingsley

Typed or printed name of signee

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## 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:

Leesburg Sonic, LLC

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

Bill Hopper

(Name)

129 Tera Oaks Circle

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

Lady Lake

FL

32159

(City/State/Zip)

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*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.*

Bill Hopper

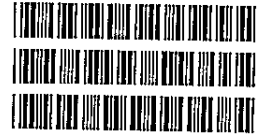
(Signature)

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



Sharon Priest  
SECRETARY OF STATE

# State of Arkansas SECRETARY OF STATE



## CERTIFICATE OF GOOD STANDING OF A DOMESTIC ORGANIZATION

I, Sharon Priest, Secretary of State of Arkansas, and as such, keeper of the records of domestic and foreign organizations, do hereby certify that the records of this office show:


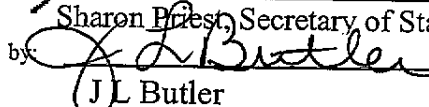
**LEESBURG SONIC LLC**

an organization chartered under the laws of the State of Arkansas, filed Articles of Organization April 19, 2002.

I further certify that as far as the records show, this organization is at this time chartered and in good standing, having met all the requirements governing a domestic organization in this State.

In Testimony Whereof, I have hereunto set my hand and affixed my Official Seal. Done at my office in the City of Little Rock, Arkansas this 22nd day of April 2002.

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Sharon Priest, Secretary of State  
by:   
J.L. Butler

C-2/Rev 10-1-88

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