

M02000001/66 Q's Restaurant Group, LLC

April 25, 2002

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
2002 APR 30 PM 1:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
30000539183-8
-04/30/02-01026-004
****160.00 ****160.00

RE: REGISTRATION OF Q'S RESTAURANT GROUP, LLC TO TRANSACT BUSINESS IN FLORIDA

Dear Sirs:

Enclosed please find the required documents and payment necessary to register our company to transact business in the State of Florida. The enclosed documents and accompanying check are listed here:

1. Application by Foreign LLC for Authorization to Transact Business in Florida
2. Original Certificate of Existence issued by the State of Tennessee
3. Certificate of Designation of Registered Agent
4. Check Number 1089 in the amount of \$160.00 to cover:
 - a. \$100 Filing Fee
 - b. \$25 Designation of Registered Agent
 - c. \$30 Optional Certified Copy
 - d. \$5 Optional Certificate of Status

I understand that a letter of acknowledgment will be issued upon receipt of this application. If anything further is required, please do not hesitate to contact me. Thank you for your attention to this matter.

Sincerely,



A.R. Welhoelter
President

ARW/jw

Enclosures

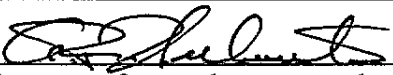
100 Hazel Path, Suite B • Hendersonville, TN • 37075
615-826-9080 fax 615-826-3454

J. BRYAN MAY 7 2002

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. Q's Restaurant Group, LLC
(Name of foreign limited liability company)
2. Tennessee
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 62 - 1857293
(FEI number, if applicable)
4. June 5, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. (Anticipated Closing: May 1, 2002)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 100 Hazel Path, Suite B
Hendersonville, TN 37075-3867
(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:
- | | |
|------------------------|---|
| <u>A.R. Welhoelter</u> | <u>100 Hazel Path, Suite B, Hendersonville, TN 37075-3867</u> |
| <u>James A. Weber</u> | <u>100 Hazel Path, Suite B, Hendersonville, TN 37075-3867</u> |
| <u>Bill Hickman</u> | <u>Landmark Sites, Inc., 13902 North Dale Mabry Hwy, Suite 199</u>
<u>Tampa, FL 33618-2424</u> |
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: Ownership, management
and operation of restaurant properties


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.)

A.R. Welhoelter

Typed or printed name of signee

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2002 APR 30 PM 1:29
DIVISION OF CORPORATIONS
& BUSINESSES
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:

Q's Restaurant Group, LLC

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

Bill G. Hickman
(Name)

13902 North Dale Mabry Highway, Suite 199
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa, FL 33618-2424
(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)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 04/04/2002
REQUEST NUMBER: 02094508
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 06/05/2001
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0409157
JURISDICTION: TENNESSEE

TO:
O'S RESTAURANT GROUP, LLC
%A R WELHOELTER
100 HAZEL PATH-B
HENDERSONVILLE, TN 37075-3867

REQUESTED BY:
O'S RESTAURANT GROUP, LLC
%A R WELHOELTER
100 HAZEL PATH-B
HENDERSONVILLE, TN 37075-3867

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"Q'S RESTAURANT GROUP, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 04/04/02

FROM:
O'S RESTAURANT GROUP, LLC
100 HAZEL PATH
SUITE B
HENDERSONVILLE, TN 37075-0000

	FEES	
RECEIVED:	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$20.00

RECEIPT NUMBER: 00003047912
ACCOUNT NUMBER: 00391326



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE