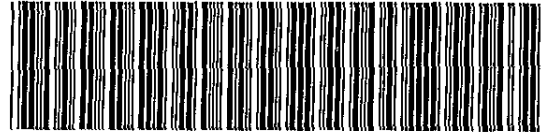


M03000002682

From  
WELLSINGER KING FRANCHISE GROUP  
1203 NW JEFFERSON CT.  
BLUE SPRINGS, MO. 64015

(Address)



200015477182

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

04/11/03--01035--007 \*\*125.00  
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08/07/03--01003--023 \*\*500.00

Special Instructions to Filing Officer:

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Office Use Only

PF \$500  
WEBR 50  
FF \$125

W03-10507  
J. BRYAN APR 14 2003

J. BRYAN AUG 13 2003



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 14, 2003

WRISINGER/KING FRANCHISE GROUP  
1203 NW JEFFERSON CT.  
BLUE SPRINGS, MO 64015

SUBJECT: SDI OF ST. CLOUD, FLORIDA, LLC  
Ref. Number: W03000010507

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DEPARTMENT OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for SDI OF ST. CLOUD, FLORIDA, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,050.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call

(850) 245-6043.

Joey Bryan  
Document Specialist

Letter Number: 603A00022247

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# MITCHELL & ASSOCIATES, L.C.

ATTORNEYS AT LAW

1200 NW JEFFERSON COURT  
BLUE SPRINGS, MISSOURI 64015

DAVID R. MITCHELL+  
CHRISTINE M. DONNELLY+

(816) 224-1100  
FAX (816) 224-1101

+Admitted in Kansas & Missouri  
E-Mail: David@BlueSpringsLaw.com

June 2, 2003

Mr. Joey Bryan  
Document Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Letters Number: 703A00022248 and 603A00022247

Dear Mr. Bryan:

This letter will follow up our brief telephone conversation last week regarding SDI of Orange Blossom, Florida, LLC, and SDI of St. Cloud, Florida, LLC. By way of background, both of these limited liability companies are organized and existing pursuant to the laws of the State of Missouri. The intent in operations behind both companies was to acquire the business operations of existing Sonic restaurants in their respective locations. I am enclosing a copy of the Certificate of Organization for each company issued by the Missouri Secretary of State. You will note that each Certificate is dated November 27, 2002. Our office prepared the Articles of Organization and filed the same with the Missouri Secretary of State for each entity.

These two companies were established in anticipation of assuming the business operations of the Florida Sonic restaurants on the first business day in 2003. As it turns out, for business and financial reasons, the timetable was accelerated such that operations began some time in December, 2002.

It has always been the intent of these companies and the investors to comply in every way with Florida law concerning the ownership and operation of the Sonic restaurants. We believe you will find that the Sonic restaurants owned and operated by the investors in these and other companies owning Sonic restaurants have engaged in the highest business practices and are model corporate citizens. On a personal note, I am aware that the principals behind the two Sonic restaurants own and operate in excess of 40 Sonic restaurants in four states. They have an exemplary record and are involved in every municipality in which their store is located as a sponsor of activities ranging from little leagues through high school and social events.

The reason for this background is to better familiarize you with the intent and persona of Sonic restaurants. We make every effort to be a partner in the community in which the store is located with local county and state authorities. We sincerely regret that the timetable for this

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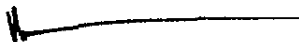
Mr. Joey Bryan

June 2, 2003

Page 2

transaction has apparently made us in violation of the Sections with regard to registering a foreign LLC. This letter is to further request that potential statutory penalties be waived so that the entities may be properly registered with the Florida Secretary of State's Office and be in compliance with Florida law. Thank you for your consideration in this request. If we can provide further information or answer any questions you may have, please feel free to contact the undersigned.

Very truly yours,



David R. Mitchell

DRM/ps

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OFFICE OF THE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 21, 2003

DAVID R. MITCHELL  
MITCHELL & ASSOCIATES, L.C.  
1200 NW JEFFERSON COURT  
BLUE SPRINGS, MO 64015

SUBJECT: SDI OF ST. CLOUD, FLORIDA, LLC  
Ref. Number: W03000010507

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for SDI OF ST. CLOUD, FLORIDA, LLC and your check(s) totaling \$175.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$550.00.

There is a balance due of \$500.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

A photocopy of a certified copy is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock  
Senior Section Administrator

Letter Number: 103A00042451

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. SDI OF ST. CLOUD, FLORIDA, LLC  
(Name of foreign limited liability company)
2. Missouri 3. 48-1287059  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November 27, 2002 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. December 5, 2002  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1203 NW Jefferson Court  
Blue Springs, MO 64015  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

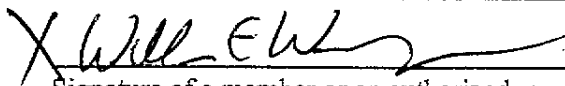
9. The name and usual business addresses of the managing members or managers are as follows:

William E. Wrisinger, 1203 NW Jefferson Court, Blue Springs, MO 64015

John L. King, 1203 NW Jefferson Court, Blue Springs, MO 64015

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: Sonic Drive-In  
Restaurant



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.)

William E. Wrisinger, Manager

Typed or printed name of signee

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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:

SDI OF ST. CLOUD, FLORIDA, LLC

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

Kevin Berrong

(Name)

1134 Covington Street

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

Oviedo

FL

32765

(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.*

Kevin Berrong  
(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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CORPORATIONS  
TALLAHASSEE, FLORIDA



# STATE OF MISSOURI



Matt Blunt  
Secretary of State

CORPORATION DIVISION  
CERTIFICATE OF GOOD STANDING

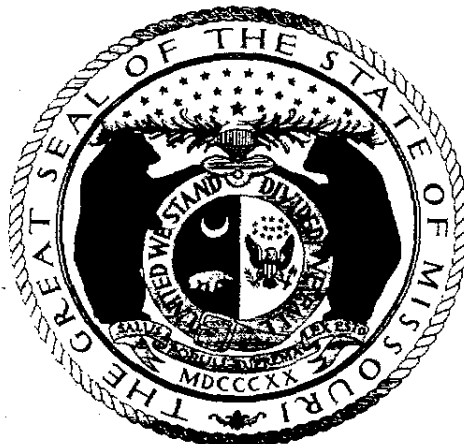
I, MATT BLUNT, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

SDI OF ST. CLOUD, FLORIDA, LLC  
LC0074148

was created under the laws of this State on the 27th day of November, 2002, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and an imprinted the GREAT SEAL of the State of Missouri, on this, the 25th day of July, 2003

  
Secretary of State



Certification Number: 5972113-1 Page 1 of 1 Reference:  
Verify this certificate online at <http://www.sos.state.mo.us/businessentity/verification>

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FALLASSEE, FLORIDA  
CORPORATION DIVISION