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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

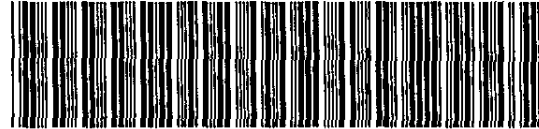
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/11/04--01038--003 **160.00

204 J73-4 PM 4:14
F-11-11-04
JULIA A. VEE, FLORIDA
CORPORATIONS

W04-19214
J. BRYAN MAY 19 2004

J. BRYAN JUN - 9 2004

BRUNINI

BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
POST OFFICE DRAWER 119, JACKSON, MISSISSIPPI 39205

ATTORNEYS AT LAW

SHARON H. CLARK

Direct: 601.973.8706

E-mail: sclark@brunini.com

1400 Trustmark Building

248 East Capitol Street

Jackson, Mississippi 39201

Telephone: 601.948.3101

Facsimile: 601.960.6902

EDMUND L. BRUNINI
(1911-1992)

R. GORDON GRANTHAM
(1912-1986)

JOHN M. GROWER
GEORGE P. HEWES, III
Of Counsel

May 6, 2004

FILED
2004 JUN -4 PM 4:14
TALLAHASSEE, FLORIDA

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SDI of Jacaranda, LLC

Dear Sir:

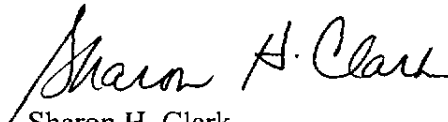
Enclosed please find the original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the above reference LLC along with our firm's check in the sum of \$160.00 for the following fees:

| | |
|----------|---------------------------------|
| \$100.00 | filing fees |
| 25.00 | Designation of Registered Agent |
| 30.00 | Certified copy |
| 5.00 | Certificate of Status |

Please return the original documents to me in the enclosed envelope.

Sincerely,

Brunini, Grantham, Grower & Hewes, PLLC



Sharon H. Clark
Legal Assistant

SHC

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 19, 2004

SHARON H. CLARK
BRUNINI, GRANTHAM, GROWER & HEWES, PLLC
PO DRAWER 119
JACKSON, MS 39205

SUBJECT: SDI OF JACARANDA, LLC
Ref. Number: W04000019214

2004 JUN -4 PM 4:14
TALLAHASSEE, FLORIDA

We have received your document for SDI OF JACARANDA, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

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 \$3150.00.

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.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 804A00034902

BRUNINI

BRUNINI GRANTHAM, GROWER & HEWES, PLLC
POST OFFICE DRAWER 119, JACKSON, MISSISSIPPI 39205

ATTORNEYS AT LAW

SHARON H. CLARK

Direct: 601.973.8706

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1400 Trustmark Building

248 East Capitol Street

Jackson, Mississippi 39201

Telephone: 601.948.3101

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EDMUND L. BRUNINI
(1911-1992)

R. GORDON GRANTHAM
(1912-1986)

JOHN M. GROWER
GEORGE P. HEWES, III
Of Counsel

June 2, 2004

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SDI of Jacaranda, LLC
Ref. Number W04000019214

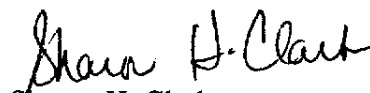
Dear Sir:

Pursuant to your letter dated May 19, 2004, enclosed please the original Affidavit stating that the correct date to first transact business in Florida is June 1, 2004.

Please give me a call at (601) 973-8706 if you have any questions or if anything further is needed.

Sincerely,

Brunini, Grantham, Grower & Hewes, PLLC



Sharon H. Clark
Legal Assistant

SHC/

Enclosures

FILED
2004 JUN -4 PM 4:14
TALLAHASSEE, FLORIDA

AFFIDAVIT

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY came and appeared before me, the undersigned authority in and for the
aforesaid, the undersigned, Ronald G. McClain, President of McClain, McClain,
McClain, Inc., Member of Boyz-N-Burgers, LLC, Sole Member of SDI of Jacaranda, LLC, who,
being duly sworn on oath states:

- 1) The Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, for SDI of Jacaranda, LLC, Document Number W04000019214, filed May 19, 2004, erroneously states the date first transacted business in Florida as June 1, 2001 (estimate), the correct date should be June 1, 2004 (estimate).

WITNESS MY SIGNATURE on this the 31st day of May, 2004.

Boyz-N-Burgers, LLC, Sole Member of SDI
of Jacaranda, LLC

By: McClain, McClain, McClain, Inc.
Member of Boyz-N-Burgers, LLC

By: Ronald G. McClain
RONALD G. McCLAIN, President

SWORN TO AND SUBSCRIBED BEFORE ME on this the 31st day of May, 2004.

Heidi L. Port
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: Sep 4, 2007
BONDED THRU NOTARY PUBLIC UNDERWRITERS

**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 Jacaranda, LLC
(Name of foreign limited liability company)
2. Mississippi 3. Applied for
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number if applicable)
4. April 9, 2004 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. June 1, 2001 (estimate)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 425 Christine Drive
Ridgeland, MS 39157
(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:
Boyz -N- Burger - 425 Christine Drive, Ridgeland, MS 39157 (Sole Member - not Manager)
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: owning and
operating restaurants

Robert D. Drinkwater
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.)

Robert D. Drinkwater, Authorized representative

Typed or printed name of signee

FILED
2004 JUN -4 PM 4:14
HALLANDER, 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 Jacaranda, LLC

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

Curtis R. Hare

(Name)

2721 Huntington Avenue

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

Sarasota

FL

34232

(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.

Curtis R. Hare

(Signature)

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

State of Mississippi

Office of the Secretary of State

Eric Clark, Secretary of State
Jackson, Mississippi

2004 JUN -4 PM 4:16
JACARANDA, LLC
TALLAHASSEE, FLORIDA

CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such the legal custodian of the records as required by The Mississippi Limited Liability Company Act to be filed in my office do hereby certify that:

SDI OF JACARANDA, LLC

Formed April 9, 2004

A Mississippi Limited Liability Company has filed the necessary documents in this office and has obtained a certificate of formation under the provisions of The Mississippi Limited Liability Company Act as shown by the records in this office.

That the registered office of said Limited Liability Company is located at:

425 CHRISTINE DRIVE
PO BOX 2128
RIDGELAND MS 39158

and that the registered agent at that address is:

MCCLAIN, RONALD G.

I further certify that said Limited Liability Company has paid the fees for filing the above papers required by law as shown by the records of this office and that said Limited Liability Company is in good standing to do business in Mississippi at this time.



Given under my hand
and seal of office
April 16, 2004

Eric Clark

ERIC CLARK
Secretary of State