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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

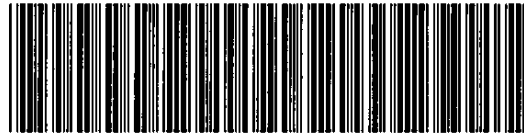
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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J. BRYAN SEP - 1 2006

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Brothers Pizza, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Melissa A. Ledbetter

(Name of Person)

Summers, Compton, Wells & Hamburg, P.C.

(Firm/Company)

8909 Ladue Road

(Address)

St. Louis, MO 63124

(City/State and Zip Code)

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For further information concerning this matter, please call:

Melissa A. Ledbetter

(Name of Person)

at (314) 991-4999

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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:*

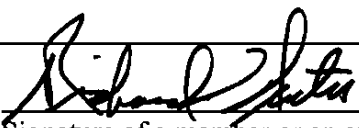
1. Brothers Pizza, LLC
(Name of Foreign Limited Liability Company)
2. Missouri 3. 20-5420626
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 22, 2006 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 12444 Powerscourt Drive, Suite 170
St. Louis, MO 63131
(Street Address of Principal Office)

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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:
Manager: Richard L. Winter, 12444 Powerscourt Drive, Suite 170, St. Louis, MO 63131

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: see attached



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.)
Richard L. Winter, Manager

Typed or printed name of signee

Attachment to Application By Foreign LLC
for Authorization to Transact Business in Florida
for -
Brothers Pizza, LLC

11. Nature of business or purposes to be conducted or promoted in Florida:

Any or all lawful business for which a limited liability company may be organized under the laws of the State of Missouri and transacted under the laws of the State of Florida, including but not limited to the following:

a. to own, operate and manage a restaurant which serves pizza and beverages, and other food and food-related items for on- and off-premises consumption and for catering of the foregoing items;

b. to exercise all other powers necessary to or reasonably connected with the Company's business which may be legally exercised by limited liability companies under the laws of the State of Missouri and Florida; and

c. to engage in all activities necessary, customary, convenient or incident to any of the foregoing.

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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:

Brothers Pizza, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL 32301

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, Florida Statutes.

Corporation Service Company

By: Anthony E. Murphy, cert sec.

(Signature)

CSC

\$ 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 MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

SECRETARY OF STATE
DIVISION OF CORPORATIONS
106 AUG 31 PM 1:00

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

BROTHERS PIZZA, LLC
LC0759315

was created under the laws of this State on the 22nd day of August, 2006, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 28th day of August, 2006

A handwritten signature in dark ink that reads "Robin Carnahan".

Secretary of State

