

FILED
Jan 08, 2016
Secretary of State

**CERTIFICATE OF WITHDRAWAL OF AUTHORITY TO
TRANSACTION BUSINESS IN FLORIDA**

The name of the limited liability company as currently filed with the Florida Department of State:
FAZOLI'S HOLDING, LLC

The document number of the limited liability company is M06000005311.

This limited liability company was organized under the laws of Delaware.

The date this limited liability registered with the Department of State is September 26, 2006.

This limited liability company is withdrawing its certificate of authority in this state.

Signature: /S/MICHAEL MCCONVERY

Electronic Signature of Authorized Representative