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EXAMINER

PAGE, SCRANTOM, SPROUSE, TUCKER & FORD, P. C. ATTORNEYS AND COUNSELLORS AT LAW

SYNOVUS CENTRE

W. M. PAGE W. G. SCRANTOM, JR. J. EDWARD SPROUSE WILLIAM L. TUCKER CHARLES H. FORD, JR.* E. LOWRY REID, JR. S. DAVIS LANEY MARCUS B. CALHOUN, JR. CECIL M. CHEVES* J. RONALD MULLINS, JR. RUSSELL E. HINDS' DAVID A. SIEGEL ALLAN E. KAMENSKY DAVID A. BUEHLER VIRGIL TED THEUS

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RANDOLPH B. JONES, III (706) 243-5615 RBJ@PSSTF.COM

November 14, 2008

ANGELA M. HICKS* JERALD L. WATTS, II ROBERT M. MCKENNA KENNETH E. EVANS, JR.*
THOMAS F. GRISTINA** ROBERT C. BRAND, JR. JOSEPH A. SILLITTO LINDA D. NGUYEN* TRAVIS C. HARGROVE* CHANDLER W. RILEY ADAM R. PEASE* APRIL H. HOCUTT* LAUREN K. DIMITRI KIRSTEN C. STEVENSON***

**ALSO ADMITTED IN VIRGINIA AND THE DISTRICT OF COLUMBIA ""ALSO ADMITTED IN TEXAS AND CALIFORNIA

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

Franchise Qualification in Florida - PAH! VRS Franchising, LLC

Ladies and Gentlemen:

In connection with the Florida qualification of PAH! VRS Franchising, LEG enclosed herewith are the following:

- 1. Cover Letter;
- įζ Application by Foreign Limited Liability Company for Authorization to 2. Transaction Business in Florida (in duplicate);
- 3. Certificate of Designation of Registered Agent/Registered Office; and
- 4. Check made payable to the Florida Department of State in the amount of \$155 representing the filing fee.

After the qualification has been filed, please return a date stamped copy to my attention at your earliest convenience.

If you have any questions, please do not hesitate to give me a call.

Sincerely,

PAGE, SCRANTOM, SPROUSE,

TUCKER & FORD, P.C.

Randouph B. Jones, III

RBJ:aa Enclosures

> 2008 NOV 20 PM 12: 4 SECRETARY OF STATE

COVER LETTER

Registration Section
Division of Corporations

TO:

SUBJECT: PAH! VRS FRANCHISING,	LLC.			
	ted Liability Company)			
The enclosed "Application by Foreign Limited Lial Florida," Certificate of Existence, and check are su liability company to transact business in Florida				
Please return all correspondence concerning this m	atter to the following:			
JERRY WATTS				
(Nai	me of Person)			
	ROUSE, TUCKER, & FORD,	P.C.		
(Fin	m/Company)			
PO BOX 1199		SECRI	2000 NOV 20 PH 12: 47	tana ji Abra
•	(Address)	HASSE)V 20	**************************************
COLUMBUS, GA 31902		mon	TÇ TK	į
(City/Sta	ate and Zip Code)	HO1	<u>'</u>	- Property
For further information concerning this matter, plea	ase call:	TE A	47	
JERRY WATTS	at (706) 243-5624			
(Name of Person)	(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: \$\sum_\$125.00 \text{ Filing Fee} \sum_\$130.00 \text{ Filing Fee & Certificate of}\$		ng Fee, Cert Status & Ce		Сору

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. P	AH! VRS FRANCHISING, LLC (Name of Foreign Limited Liability Company; must include						
_	(Name of Foreign Limited Liability Company; must include	ide "L	Limited Liability Com	pany," "L.L.C.," or	"LLC.")		
conse	me unavailable, enter alternate name adopted for the purpose of the managers or managing members adopting the alternany," "L.L.C.," "LLC.")						ten
, G	EORGIA 3.	s					
(Ju coi	risdiction under the law of which foreign limited liability mpany is organized)	·	(FEI num	ber, if applicable)			
4. 0		, P	PERPETUAL				
	(Date of Organization)	() e	Duration: Year limited exist or "perpetual")	l liability company	will cease	to	
6	(Date first transacted business in Flor	rida	if prior to registration	,			
	(See sections 608.501 & 608.502 F.S.)	to de	etermine penalty liabil	ity)	t t	2(
7	WATERFALL WAY				LEC SEC		
(CATAULA, GA 31804				AF AS	10Y 2	 E
_	(Street Address of	of Pri	incipal Office)		33. 73.	20	5 5
8. If	flimited liability company is a manager-managed of	com	pany, check here		or st	PM 12: 47	Ą
9. T	The name and usual business addresses of the mana	aging	g members or man	agers are as foll	ows등급		
	CP&J INVESTMENTS, LLC				3 <i>r</i>	<u>.</u>	
1	WATERFALL WAY						
(CATAULA, GA 31804	•					
the ju transl	Attached is an original certificate of existence, no more than 90 da risdiction under the law of which it is organized. (A photocopy ation of the certificate under oath of the translator must be subm	y is no nitted.	ot acceptable. If the cer l.)	tificate is in a foreig	n language	e, a	s in
11.	Nature of business or purposes to be conducted or	r pro	moted in Florida:	Franchising	of busi	ness	
	ngaged in the provision of video play se						
_	Haid Lystky.	1	****				
	Signature of a member or an aut						
	(In accordance with section 608.408(3), F.3 an affirmation under the penalties of perju						
	DAVE JEFFERS, SECI						

Typed or printed name of signee

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:		
PAH! VRS FRANCHISING, LLC		
If name unavailable, the alternate name to be used in the state of Florida is:		
2. The name and the Florida street address of the registered agent and office are:	200 TAL	
CT CORPORATION SYSTEM (Name)	2000 NOV 20 SEGRETAR TALLAHASS	
1200 SOUTH PINE ISLAND ROAD Florida Street Address (P.O. Box NOT ACCEPTABLE)	PH 12: 47 Y OF STATE SEE, FLORID	
PLANTATION, FL 33324 FL City/State/Zip	5 mg	

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.

(Signature)

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Control No. 08036965

STATE OF GEORGIA

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

PAH! VRS FRANCHISING, LLC

Domestic Limited Liability Company

was formed or was authorized to transact business on 05/08/2008 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 14th day of November, 2008

Karen C Handel Secretary of State

Kaun C. Handel

Certification Number: 3251353-2 Reference: Verify this certificate online at http://corp.sos.state.ga.us/corp/soskb/verify.asp