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EDMONDS & PALMER**

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February 5, 2010

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

VIA FEDERAL EXPRESS

RE: Qualification of C&C Palms, L.L.C., a Kansas Limited Liability Company to do
business in Florida as a Foreign Limited Liability Company

Dear Sir or Madam:

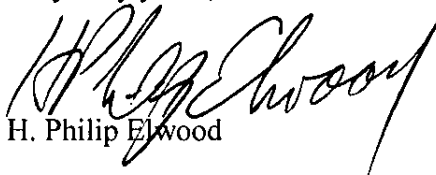
Enclosed here with are a form of cover letter and application for Registration of C&C Palms, L.L.C., which is a Kansas LLC organized by filing with the Kansas Secretary of State February 4, 2010. The documents enclosed include the following 1) Cover letter; 2) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida; and 3) Certificate of Designation of Registered Agent/Registered Office. My assistant, Adrienne Cooper, has pointed out that you require original Articles of Organization. These are the documents issued by the Kansas Secretary of State to confirm the organization of the entity as a Kansas LLC; the originals have not yet been returned by the Kansas Secretary of State.

If you have an question or concern, please do not hesitate to call.

Also enclosed is a filing fee in the amount of \$160.00 to pay the filing fee for this application. The fee for the designation for the registered agent, to receive a certified copy, and the certificate of status.

To the extent possible, we would appreciate expedited filing of this document when received. Thank you for your attention and assistance with this matter.

Very truly yours,


H. Philip Elwood

HPE/ac

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: C&C Palms, L.L.C.
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:

H. Philip Elwood
Name of Person

Goodell, Stratton, Edmonds, & Palmer, L.L.P.
Firm/Company

515 S. Kansas Ave.
Address

Topeka, KS 66603
City/State and Zip Code

pelwood@gseplaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

H. Philip Elwood at (785) 233-0593
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Registration Section
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. C&C Palms, L.L.C.
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Kansas 3. 27-1832279
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. February 4, 2010 5. February 4, 2060
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3630 Marlatt Avenue
Manhattan, KS 66503
(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:

Clark Linders 3630 Marlatt Avenue Manhattan, KS 66503

Christy Linders 3630 Marlatt Avenue Manhattan, KS 66503

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: _____

Purchasing, owning and operating McDonald's Restaurant

H. Philip Elwood
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.)

H. Philip Elwood

Typed or printed name of signee

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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:

C&C Palms, L.L.C.

If unavailable, the alternate to be used in the state of Florida is:

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

C T Corporation System

(Name)

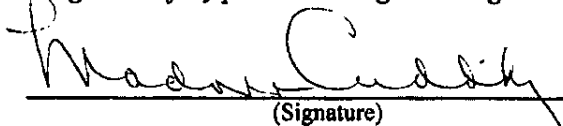
1200 S Pine Island Road

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

Plantation, FL 33324

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, Florida Statutes.



(Signature)

Madonna Cuddihy
Special Assistant Secretary

| | |
|-----------|----------------------------------|
| \$ 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 KANSAS
OFFICE OF
SECRETARY OF STATE
RON THORNBURGH

To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the state of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to business entities and that I am the proper official to execute this certificate.

Entity Name: C&C PALMS, L.L.C.

Structure: KANSAS LIMITED LIABILITY COMPANY

Business Entity ID Number: 4388351

Was filed in this office on February 04, 2010 and has complied with the applicable provisions of the laws of the state of Kansas and on this date is in good standing and authorized to transact business or to conduct affairs within this state



In testimony whereof: I hereto set my hand and cause to be affixed my official seal. Done at the City of Topeka, this 01 of March , 2010.

RON THORNBURGH
SECRETARY OF STATE

Certificate ID: 266963 - To verify the validity of this certificate please visit <https://www.accesskansas.org/businessentity/validate.html> and enter the certificate ID number.