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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

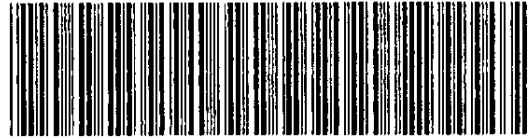
(Business Entity Name)

(Document Number)

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B. KOHR

MAR - 8 2011

EXAMINER

HAYS | McCONN
Attorneys at Law

March 3, 2011

FILED
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DIVISION OF CORPORATIONS
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Via Federal Express

Florida Department of State
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Application by Foreign Limited Liability Company for Authorization to Transact
Business in Florida
QSR Hospitality, LLC, a Texas limited liability company

Dear Sir/Madam:

Enclosed please find the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact
Business in Florida **[duplicate originals]**;
2. Certificate of Existence issued March 3, 2011; and
3. Our firm check in the amount of \$130.00 to cover your filing fee.

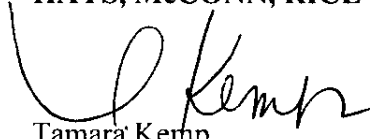
Once the Application has been filed, please return a copy to me via facsimile at (713)
650-0027 and a copy by mail to:

Hays, McConn, Rice & Pickering, P.C.
1233 West Loop South, Suite 1000
Houston, Texas 77027
Attn: Mark A. Padon

Thank you in advance for your attention to this matter. Should you have any questions,
please feel free to call.

Very truly yours,

HAYS, McCONN, RICE & PICKERING, P.C.



Tamara Kemp
Legal Secretary to Mark A. Padon

:ttk
Enclosures

HAYS, McCONN, RICE & PICKERING
A Professional Corporation

1233 West Loop South | Suite 1000 | Houston, Texas 77027
Telephone 713.654.1111 | Facsimile 713.650.0027 | haysmcconn.com

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: QSR Hospitality, 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:

Mark A. Padon
Name of Person
Hays, McConn, Rice & Pickering, P.C.
Firm/Company
1233 West Loop South, Suite 1000
Address
Houston, Texas 77027
City/State and Zip Code
mpadon@haysmconn.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark A. Padon at (713) 654-1111
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

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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**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:

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1. QSR Hospitality, LLC
(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. Texas 3. 27-3907471
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 8, 2010 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. 19407 Park Row, Suite 100
Houston, Texas 77084
(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:

Michael S. Knoblock, 19407 Park Row, Suite 100, Houston, Texas 77084

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: own and operate restaurants

Michael S. Knoblock
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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Michael S. Knoblock
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:

QSR Hospitality, LLC

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:

NRAI Services, Inc.
(Name)

515 East Park Avenue
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301
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.

NRAI Services, Inc.

by: *Christlan Eubanks*
(Signature)

Christlan Eubanks, 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)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for QSR Hospitality, LLC (file number 801328542), a Domestic Limited Liability Company (LLC), was filed in this office on October 08, 2010.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on March 03, 2011.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State