

MI2000005705

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

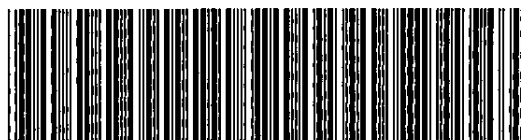
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

J. BRYAN

OCT 12 2012

EXAMINER

# ADVISORLAW

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European Correspondent Law Firm  
Rechtsanwalt Dr. Oliver Wendt

September 17, 2012

Tony Hannan  
Brickell B&B Joint, LLC  
900 South Miami Avenue  
Suite 130  
Miami, Florida 33130

**Attention: Bookkeeping**

Re: **1. B&B HOLDINGS OF MIAMI, LLC  
2. BURGER & BEER JOINT, LLC  
3. HGS GROUP, LLC  
4. BNB MANAGEMENT GROUP, LLC  
5. B&B WORLDWIDE HOLDINGS, LLC**

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OCT 11 AM 11:21  
TALLAHASSEE, FLORIDA

Dear Tony:

Enclosed for your review and signature please find four (4) Certificates of Merger for the first four referenced companies and five (5) Applications for Authorization to Transact Business in Florida for each of the above referenced companies. We have also enclosed the original short form standing certificates for each of the five companies which we recently obtained from the Delaware Division of Corporations.

Please sign these forms where indicated and mail the original short form standing certificates, along with a check made payable to the Florida Department of State in the total amount of \$850.00 (\$200.00 filing fee for the four Certificates of Merger and \$650.00 filing fee for the five Applications to Transact Business in Florida).

Should you have any questions or require further information, please feel free to contact me.

Very truly yours,

JAMES D'LOUGHY

JDD/da  
Enclosures

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** B&B HOLDINGS OF MIAMI, 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:

James D'Loughy, Esq.

Name of Person

ADVISORLAW, PLLC

Firm/Company

2855 PGA Boulevard

Address

Palm Beach Gardens, Florida 33410

City/State and Zip Code

jdloughy@advisor-law.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James D'Loughy

Name of Person

at ( 561 )

622-7788

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

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TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

**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. B&B HOLDINGS OF MIAMI, 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. Delaware**

(Jurisdiction under the law of which foreign limited liability company is organized)

**3. 5211829**

(FEI number, if applicable)

**4. 09/12/2012**

(Date of Organization)

**5. Perpetual**

(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. 318 South U.S. Highway 1, Suite 210**

**Jupiter, Florida 33477**

(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:**

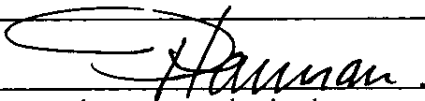
**Tony Hannan**

**318 South U.S. Highway 1, Suite 210**

**Jupiter, Florida 33477**

**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: To engage in any activity permitted by law.**

  
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.)

**Tony Hannan**

Typed or printed name of signee

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OCT 11 AM 11:21  
TALLAHASSEE, FLORIDA

**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:

**B&B HOLDINGS OF MIAMI, 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:

Tony Hannan

(Name)

318 South U.S. Highway 1, Suite 210

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

Jupiter

FL

33477

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)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

# Delaware

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*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "B&B HOLDINGS OF MIAMI, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF SEPTEMBER, A.D. 2012.



5211829 8300

121006219

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9841051

DATE: 09-12-12