

M/300000/689

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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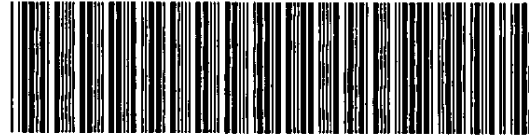
(Business Entity Name)

(Document Number)

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AUG 02 2013

D. BUTLER

13 JUL 30 PM 4:54  
CLERK OF COURT  
TALLAHASSEE, FLORIDA

FILED

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Dick's Wings LA, LLC

Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Daniel Slone

Name of Person

Blue Victory Holdings, Inc.

Firm/Company

1405 W. Pinhook Rd. Ste. 102

Address

Lafayette LA 70503

City/State and Zip Code

dslone@mybvh.com

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

For further information concerning this matter, please call:

Daniel Slone

Name of Person

at ( 337 ) 981-1447

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

Enclosed is a check for the following amount:

- ☐ \$25 Filing Fee      ☐ \$30 Filing Fee & Certificate of Status      ☐ \$55 Filing Fee & Certified Copy      ☒ \$60 Filing Fee, Certificate of Status & Certified Copy

FILED  
13 JUL 30 PM 4:54  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: Dick's Wings LA, LLC

2. Jurisdiction of its organization: Louisiana

3. Date authorized to do business in Florida: 03/15/2013

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 04/10/2013

5. New name of the limited liability company: DWG Acquisitions, LLC  
(must end with "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 end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

\_\_\_\_\_

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

\_\_\_\_\_

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_

\_\_\_\_\_

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

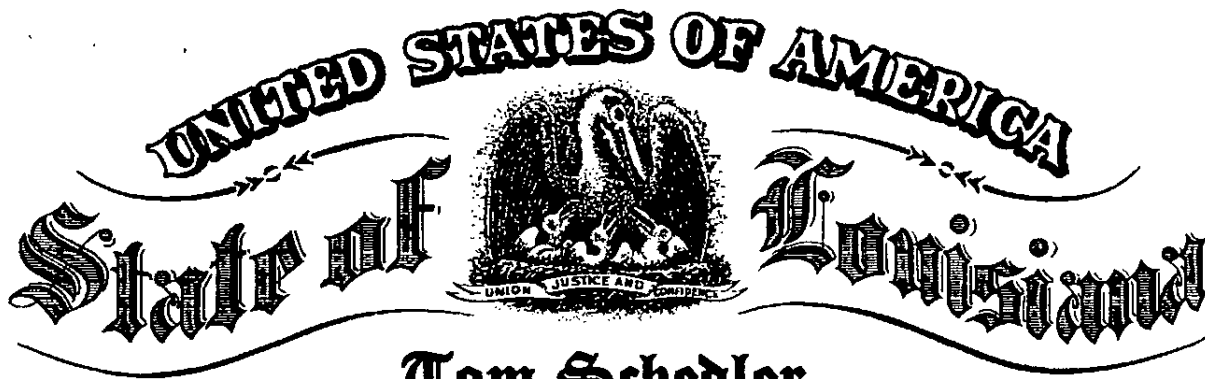
  
\_\_\_\_\_  
Signature of a member or the authorized representative of a member

SEENU KASTURI  
\_\_\_\_\_  
Typed or printed name of signer

**Filing Fee: \$25.00**

**FILED**

13 JUL 30 PM 4:54



**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

the attached document(s) of

**DWG ACQUISITIONS, LLC**

are true and correct and are filed in the Louisiana Secretary of State's Office.

41095259K	ORIGF	2/25/2013	8 page(s)
41140247	NMCHG	4/10/2013	2 page(s)

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13 JUL 30 PM 4:54  
SECRETARY OF STATE  
STATE OF LOUISIANA

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

July 26, 2013

*Secretary of State*

WEB 41095259K



Certificate ID: 10403908#Q8Q83

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.

[www.sos.louisiana.gov](http://www.sos.louisiana.gov)

**AMENDED ARTICLES OF ORGANIZATION**

**OF**

**DWG ACQUISITIONS, LLC**  
**(FORMERLY DICK'S WINGS LA, LLC)**

FILED  
13 JUL 30 PM 4:54  
CLERK OF COURTS  
STATE OF LOUISIANA  
LAFAYETTE PARISH

STATE OF LOUISIANA

PARISH OF LAFAYETTE

BE IT KNOWN, that on the date written below.

BEFORE THE UNDERSIGNED, a Notary Public, duly commissioned and qualified in and for Lafayette Parish, Louisiana, and in the presence of the undersigned witnesses;

PERSONALLY CAME AND APPEARED:

DWG ACQUISITIONS, LLC (Formerly Dick's Wings LA, LLC), a domestic limited liability company, domiciled in Lafayette Parish, Louisiana, whose registered office is located at 1405 West Pinhook Road, Suite 102, Lafayette, Louisiana 70503, appearing herein through its General Manager, Seenu G. Kasturi;

who declared that availing Appearer of the provisions of the Louisiana Limited Liability Company Law, Appearer does state that the following is the Amended Articles of Organization of DWG ACQUISITIONS, LLC (Formerly Dick's Wings LA, LLC), adopted at a Special Meeting of the Member and General Manager, with Waiver of Notice, held on April 9, 2013.

I.

Delete Article I of the original Articles of Organization dated February 25, 2013 and replaced with the Article of Organization set forth below.

ARTICLE I.  
NAME

The name of the Limited Liability Company is: DWG ACQUISITIONS, LLC.

II.

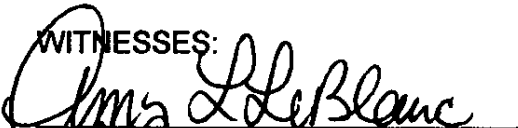
The Amendment was adopted at a Special Meeting of the Member and General Manager duly called and held on April 9, 2013, with Waiver of Notice.

III.

The Amendment was adopted by a unanimous vote of the only Member of the Limited Liability Company and the only General Manager of the Limited Liability Company.

THUS DONE AND PASSED on the date written above in Lafayette, Lafayette Parish, Louisiana in the presence of Appearer, Seenu G. Kasturi, the undersigned witnesses and me, Notary Public, after due reading of the whole.

WITNESSES:

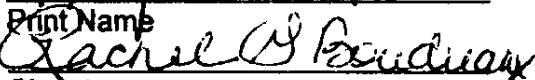
  
Signature

Print Name

Amy L. LeBlanc

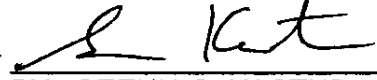
Signature


Print Name

  
Rachel G. Boudreaux

APPEARER:

DWG ACQUISITIONS, LLC  
(FORMERLY DICK'S WINGS LA, LLC)

  
BY: SEENU G. KASTURI

  
NOTARY PUBLIC  
STANFORD B. GAUTHIER, II  
LOUISIANA BAR ROLL NUMBER: 5983

**ARTICLES OF ORGANIZATION**

**OF**

**DICK'S WINGS LA, LLC**

STATE OF LOUISIANA

PARISH OF LAFAYETTE

BE IT KNOWN, that on the 22<sup>nd</sup> day of February, 2013.

BEFORE ME, the undersigned, a Notary Public, duly commissioned and qualified and in the presence of the undersigned witnesses, personally came and appeared the undersigned Organizer, of the full age of majority, who declared that, availing Organizer of the provisions of the Louisiana Limited Liability Company Law, Organizer does organize Organizer, Organizer's successors and assigns, into a Limited Liability Company pursuant to law, under and in accordance with the following Articles of Organization, to-wit:

**ARTICLE I.  
NAME**

The name of the Limited Liability Company is: Dick's Wings LA, LLC.

**ARTICLE II.  
OBJECTS AND PURPOSES**

The objects and purposes for which the Limited Liability Company is organized and the nature of the business to be carried on by the Limited Liability Company are stated and declared to be as follows, to-wit:

"To enter into business lawful under the laws of the State of Louisiana, either for its own account or the account of others, as agent, and either as agent or principal, to enter into and to engage in any kind of business whatsoever, in which Limited Liability Companies organized under the Louisiana Limited Liability Company Law may lawfully engage; and, to the extent not prohibited, to enter into and to engage in any kind of business

whatsoever in any other states of the United States of America, any territory of the United States of America and any foreign nations to the extent permitted by the law of such other states, territories or nations."

**ARTICLE III.  
PRINCIPAL PLACE OF BUSINESS**

The address of the Limited Liability Company's principal place of business is:

1405 West Pinhook Road  
Suite 102  
Lafayette, Louisiana 70503.

**ARTICLE IV.  
TRANSFER OF MEMBERSHIP INTEREST AND  
ADMISSION OF ADDITIONAL PARTNERS**

A transfer of Membership interest in the Limited Liability Company shall be restricted as more fully set forth in the Operating Agreement for the Limited Liability Company.

Additional members of the Limited Liability Company may be admitted only with the unanimous written consent of the existing Membership units of the Limited Liability Company.

**ARTICLE V.  
TERM OF THE LIMITED LIABILITY COMPANY**

- A) Term: Unless terminated as provided below, the term of this Limited Liability Company is perpetual commencing on the date the Articles of Organization are filed with the Louisiana Secretary of State, provided however, if the Articles of Organization are filed within five (5) days, exclusive of legal holidays, after execution as an authentic act, the commencement of the term stated above shall commence as of the time of the execution of the Articles of Organization.



B) **Early Termination:** The Limited Liability Company shall be terminated and dissolved upon the occurrence of any one of the following events:

- 1) If there is in excess of one (1) member:
  - a) The reduction of the number of members to one (1), however, the Limited Liability Company shall not terminate if, within ninety (90) days of the reduction of the number of members to one (1), an additional member is admitted to the Limited Liability Company in accordance with the Operating Agreement or the sole remaining member elects to continue as a single member Limited Liability Company;
  - b) The unanimous consent of the membership units to dissolve and liquidate the Limited Liability Company; and,
  - c) The entry of a decree of judicial dissolution of the Limited Liability Company pursuant to La.R.S. 12:1335; or,
  - d) Such other event as may be set forth in the Operating Agreement.

#### ARTICLE VI. MANAGEMENT

The business of the Limited Liability Company shall be conducted by one or more Manager, whose identity is on file with the Louisiana Secretary of State. The Manager need not be a member of the Limited Liability Company.

**ARTICLE VII.  
MANAGER'S CERTIFICATE**

Any person dealing with the Limited Liability Company may rely upon a certificate of the Manager, as identified with the Louisiana Secretary of State, whose name is included in the statement, to establish the membership of any member, to establish the authenticity of any records of the Limited Liability Company, or to establish the authority of any person to act on behalf of the Limited Liability Company, including but not limited to the authority to take the following actions, to-wit:

- 1) To buy, sell, exchange, lease, mortgage, pledge or other transfer or other encumbrance of any immovable assets of the Limited Liability Company;
- 2) To buy, sell, exchange, lease, mortgage, pledge or other transfer or other encumbrance of any movable assets of the Limited Liability Company;
- 3) The incurrence of any indebtedness by the Limited Liability Company;  
and,
- 4) The execution of any document requisite in the premises to accomplish the above.

The certificate shall be executed by the Manager before a Notary Public.

**FILED**  
13 JUL 30 PM 4:54  
NOTARY PUBLIC, LOUISIANA

THUS DONE AND PASSED on the date written above in Lafayette, Lafayette  
Parish, Louisiana, in the presence of the Organizer, the undersigned witnesses and me,  
Notary Public, after due reading of the whole.

WITNESSES

Amy L LeBlanc

Sign Name

Amy L LeBlanc

Print Name

Rachel G Boudreaux

Sign Name

Rachel G. Boudreaux

Print Name

ORGANIZER:

S. Kast

SEENU G. KASTURI

Stanford B. Gauthier, II

NOTARY PUBLIC

STANFORD B. GAUTHIER, II

LOUISIANA BAR ROLL NUMBER: 5983

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13 JUL 30 PM 4:54

NOTARY PUBLIC  
LOUISIANA

**INITIAL REPORT**  
**OF**  
**DICK'S WINGS LA, LLC**

STATE OF LOUISIANA

PARISH OF LAFAYETTE

TO: Honorable J. Thomas "Tom" Schedler  
Secretary of State  
State of Louisiana  
Limited Liability Company Division  
P. O. Box 94125  
Baton Rouge, Louisiana 70804-9125

Complying with La.R.S.12:1305, Dick's Wings LA, LLC makes its initial report as follows, to-wit:

I.

Location and municipal address of its registered office:

1405 West Pinhook Road  
Suite 102  
Lafayette, Louisiana 70503.

II.

Post office address of its registered office:

1405 West Pinhook Road  
Suite 102  
Lafayette, Louisiana 70503.

III.

Name and municipal address of its registered agent:

Stan Gauthier, II  
1405 West Pinhook Road  
Suite 105  
Lafayette, Louisiana 70503.

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13 JUL 30 PM 4:54  
NOT RECORDED

An "Affidavit of Acceptance of Appointment by Designated Registered Agent" is attached hereto.

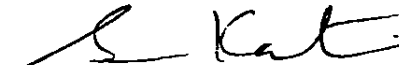
IV.

Name and municipal address of the Manager:

Seenu G. Kasturi  
1405 West Pinhook Road  
Suite 102  
Lafayette, Louisiana 70503.

Lafayette, Louisiana, this 22<sup>nd</sup> day of February, 2013.

ORGANIZER:



SEENU G. KASTURI

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13 JUL 30 PM 4:54  
CLERK OF COURSE, LOUISIANA

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT**

**BY DESIGNATED REGISTERED AGENT**

STATE OF LOUISIANA

PARISH OF LAFAYETTE

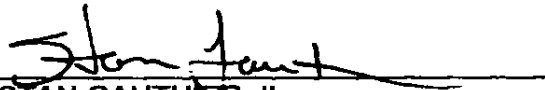
On this 22<sup>nd</sup> day of February, 2013, before me, the undersigned, a Notary Public,  
duly commissioned and qualified;

PERSONALLY CAME AND APPEARED:


Stan Gauthier, II;

(hereinafter referred to as "Appearer");

who being duly sworn, acknowledged to me that Appearer does accept Appearer's  
appointment as Registered Agent of Dick's Wings LA, LLC, which is a Limited Liability  
Company authorized to transact business in the State of Louisiana pursuant to the  
provisions of the Louisiana Limited Liability Company Law.

  
STAN GAUTHIER, II,  
Registered Agent

SWORN TO AND SUBSCRIBED before me, on the date written above at  
Lafayette, Lafayette Parish, Louisiana.

  
NOTARY PUBLIC  
MICHAEL G. JOHNSTON, II  
LOUISIANA BAR ROLL NUMBER: 32520

FILED  
13 JUL 30 PM 4:54  
NOTARY PUBLIC  
STATE OF LOUISIANA