

M1700000 Mof

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

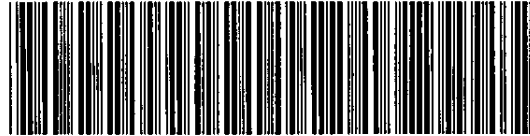
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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FILED
15 JUN 16 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 17 2015

J SHIVERS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Carl Karcher Enterprises 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:

Attn: Brandy Ruffino - Tax Dept

Name of Person

CKE Restaurants Holdings, Inc.

Firm/Company

1325 N. Anaheim Blvd.

Address

Anaheim, CA 92801

City/State and Zip Code

bruffino@ckr.com

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

For further information concerning this matter, please call:

Julie Van Orman

Name of Person

at (714) 254-4500

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:

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$25 Filing Fee | <input type="checkbox"/> \$30 Filing Fee & Certificate of Status | <input type="checkbox"/> \$55 Filing Fee & Certified Copy | <input type="checkbox"/> \$60 Filing Fee, Certificate of Status & Certified Copy |
|---|---|--|--|

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of State: Carl Karcher Enterprises LLC
2. The Florida document number of this limited liability company is: M13000001708
3. Jurisdiction of its organization: Delaware
4. Date authorized to do business in Florida: 03/18/2013

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "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 contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, Florida
City

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TALLAHASSEE, FLORIDA

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

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

California

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

| <u>Title/ Capacity</u> | <u>Name</u> | <u>Address</u> | <u>Type of Action</u> |
|------------------------|-------------|----------------|---------------------------------|
| _____ | _____ | _____ | <input type="checkbox"/> Add |
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9. Attached is a certificate, if required: 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.

Julie Van Orman
Signature of the authorized representative

Julie Van Orman - Vice President, Tax

Typed or printed name of signee

Filing Fee: \$25.00

State of California

Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: CARL KARCHER ENTERPRISES LLC

FILE NUMBER: 201328010121
FORMATION DATE: 10/07/2013
TYPE: DOMESTIC LIMITED LIABILITY COMPANY
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 8, 2015.

ALEX PADILLA
Secretary of State

**CERTIFICATE OF CONVERSION
TO
NON-DELAWARE ENTITY**

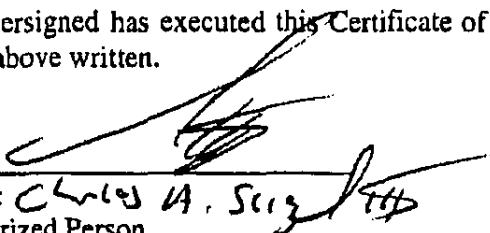
State of Delaware
Secretary of State
Division of Corporations
Delivered 08:20 AM 10/07/2013
FILED 08:20 AM 10/07/2013
SRV 131167018 - 5293371 FILE

This Certificate of Conversion to Non-Delaware Entity, dated as of October - 7, 2013, is being duly executed and filed by an authorized person, to convert Carl Karcher Enterprises LLC, a Delaware limited liability company (the "Company"), to a non-Delaware entity as permitted by 6 Del. C. § 18-216.

1. The name of the limited liability company is Carl Karcher Enterprises LLC.
2. The original certificate of formation of the Company was filed with the Secretary of State of the State of Delaware (the "Secretary of State") on February 25, 2013.
3. The jurisdiction in which the entity or business form, to which the Company shall be converted, is formed is the State of California, and the name of such entity or business form is Carl Karcher Enterprises LLC.
4. The conversion of the Company to a non-Delaware entity shall be effective on October 7, 2013, at 1:00 o'clock P.m. Eastern time.
5. The conversion of the Company has been approved in accordance with the provisions of 6 Del. C. § 18-216.
6. The Company agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the Company arising while it was a limited liability company of the State of Delaware, and irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceedings.
7. The address to which a copy of the process referred to above shall be mailed to the Company by the Secretary of State is 6307 Carpinteria Avenue, Suite A, Carpinteria, California 93013.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
to Non-Delaware Entity as of the date first above written.


Name: Charles A. Sizemore
Authorized Person

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "CARL KARCHER ENTERPRISES LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF OCTOBER, A.D. 2013, AT 8:20 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SEVENTH DAY OF OCTOBER, A.D. 2013, AT 1 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE LIMITED LIABILITY COMPANY HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE LIMITED LIABILITY COMPANY SHALL CEASE TO EXIST AS A LIMITED LIABILITY COMPANY OF THE STATE OF DELAWARE.

5293371 1721C

131167018



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0792142

DATE: 10-07-13