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2013 JUN 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 18 2013

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

In compliance with this section 608.503, Florida statutes, the following the submitted to register a foreign limited liability corporation to transact business in the state of Florida:

1. **Back Cove Holdings, 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 adopted 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) (FBI number, if applicable)

3. **EIN: 46 - 1164335**

4. **October 9, 2012**

Date of Organization

5. **Perpetual**

(Duration: Year limited liability company will cease to exist or perpetual)

6. **The entity has not transacted business in Florida as of this date.**

(Date first transacted business in Florida, if prior to registration)

(See sections 603.501 & 608.502 F.S. to determine penalty liability)

7. **2711 Centerville Rd., Suite 400, Wilmington, DE 19808**

(Street Address of Principal Office)

8. **X** If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of title of managing members or managers are as follows:

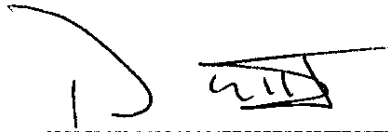
DeForest E. Martin, III
3929 Henrick Avenue
Jacksonville, FL 32207

10. Attached is an original certificate of existence no more than 90 days old, duly authenticated by the official having custody records and the jurisdiction under the law of which is organized. (A photocopy is not acceptable. This certificate is in a foreign language, translation of the certificate under oath of the translator must be submitted.)

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TALLAHASSEE, FLORIDA

11. Nature of business for purpose to be conducted were promoted in Florida:
Franchised Restaurant

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), the execution of this document constitute an affirmation under the penalties of perjury facts stated herein are true. I am aware that any false information submitted document the Department of State constitutes a third-degree felony as provided for in section 817.155, F.S.



DEFOREST E. MARTIN, III
Authorized Representative of a Member

DATED: **June 12, 2013**

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2013 JUN 17 AM 11:08
CLERK OF COURT
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:

**DeForest E. Martin, III
3929 Henrick Avenue
Jacksonville, FL 32207**

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

**Brian Kinsley
3929 Henrick Avenue
Jacksonville, FL 32207**

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

**3929 Henrick Avenue
Jacksonville, FL 32207**

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 fully bound to accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



DEFOREST E. MARTIN, III
Authorized Representative of a Member

DATED: **June 12, 2013**

2013 JUN 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BACK COVE HOLDINGS, 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 ELEVENTH DAY OF JUNE, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0502949

DATE: 06-11-13