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(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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MIDDLETON
REUTLINGER

401 South Fourth Street
Suite 2600
Louisville, KY 40202
www.middletonlaw.com

Bonnie L. Wilson
Main: 502.584.1135
Direct: 502.625.2786
Fax: 502.588.1987
bwilson@middletonlaw.com

January 29, 2014

VIA FEDERAL EXPRESS OVERNIGHT DELIVERY

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

Re: Restaurant Supply Chain Solutions, LLC

Dear Secretary of State:

Enclosed please find the original:

1. Cover Letter;
2. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
3. Kentucky Certificate of Existence;
4. Certificate of Designation of Registered Agent/Registered Office; and
5. A check for filing fees in the amount of \$160.00.

Please record and return file marked copies to this office in the enclosed envelope.

If you have questions or need further information, please contact me at (502) 625-2786. Thank you for your assistance.

Cordially,

MIDDLETON REUTLINGER

Bonnie Wilson
Paralegal

/bw
Enclosures

2014 FEB 12 PM 2:39



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2014

J. CASNER WHEELOCK
401 SOUTH FOURTH STREET, SUITE 2600
LOUISVILLE, KY 40202

SUBJECT: RESTAURANT SUPPLY CHAIN SOLUTIONS, LLC
Ref. Number: W14000006853

We have received your document for RESTAURANT SUPPLY CHAIN SOLUTIONS, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammi Cline
Regulatory Specialist II

Letter Number: 014A00002331

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Restaurant Supply Chain Solutions, 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:

J. Casner Wheelock

Name of Person

Middleton Reutlinger

Firm/Company

401 South Fourth Street, Suite 2600

Address

Louisville, Kentucky 40202

City/State and Zip Code

cwheelock@middletonlaw.com

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

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STATE OF FLORIDA
TALLAHASSEE

For further information concerning this matter, please call:

J. Casner Wheelock at (502) 625-2702

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

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Restaurant Supply Chain Solutions, 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. Kentucky 3. 61-1333870
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 6, 1998 5. Perpetual
(Date of Organization) (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)

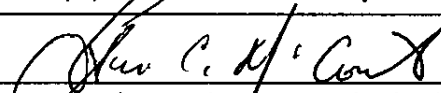
7. 950 Breckenridge Lane, Suite 300
Louisville, Kentucky 40207
(Street Address of Principal Office)

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:
See Attached

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: Operation of purchasing programs for goods and equipment used in Kentucky Fried Chicken, Taco Bell and Pizza Hut outlets.



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.)

Steven C. McCormick

Typed or printed name of signee

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SECRETARY OF STATE

MEMBERS OF RESTAURANT SUPPLY CHAIN SOLUTIONS, LLC:

PIZZA HUT NATIONAL PURCHASING COOP
950 Breckenridge Ln #300, Louisville, KY 40207

TACO BELL NATIONAL PURCHASING COOP
950 Breckenridge Ln #300, Louisville, KY 40207

KFC NATIONAL PURCHASING COOP
950 Breckenridge Ln #300, Louisville, KY 40207

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**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:

Restaurant Supply Chain Solutions, 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:

Capitol Corporate Services, Inc.

(Name)

155 Office Plaza DR STE A

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

Tallahassee

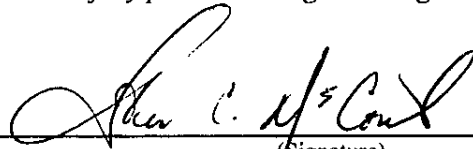
FL

32301

City/State/Zip

2014 FEB 12 PM 2:11
STATE OF FLORIDA
TALLAHASSEE

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)

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Certificate of Existence

Authentication number: 147706
Visit <https://app.sos.ky.gov/ftshow/certvalidate.aspx> to authenticate this certificate.

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,


RESTAURANT SUPPLY CHAIN SOLUTIONS, LLC

is a limited liability company duly organized and existing under KRS Chapter 14A and KRS Chapter 275, whose date of organization is October 6, 1998 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 14A.6-010 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 10th day of February, 2014, in the 222nd year of the Commonwealth.




Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky
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