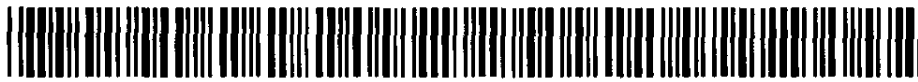


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Florida Department of State
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To: TRANS#874027
 Division of Corporations
 Fax Number : (850) 617-6383

From:
 Account Name : CAPITOL SERVICES, INC.
 Account Number : 120160000017
 Phone : (800) 345-4647
 Fax Number : (800) 432-3622

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TALLAHASSEE, FLORIDA

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Foreign Limited Liability Company
LRIC WHATABURGER FLORIDA GP, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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NOV 03 2016

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. LRIC Whataburger Florida GP, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Texas 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. _____
(Date first transacted business in Florida; if prior to registration, (See sections 605.0904 & 605.0905, F.S. to determine penalty liability).)

5. 4311 Oak Lawn, Suite 370, Dallas, TX 75219
(Street Address of Principal Office)

6. 4311 Oak Lawn, Suite 370, Dallas, TX 75219
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Capitol Corporate Services, Inc.
Office Address: 155 Office Plaza Drive, Suite A
Tallahassee, Florida 32301
(City) (Zip code)

Registered agent's acceptance:

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 application, 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.

Krista Ali Krista Ali, on behalf of
(Registered agent's signature) Capitol Corporate Services, Inc.

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

John Tabb Neblett, Member, 4311 Oak Lawn, Suite 370, Dallas, TX 75219
Steve Lipscomb, Member, 4311 Oak Lawn, Suite 370, Dallas, TX 75219

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

John Tabb Neblett
Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

John Tabb Neblett
Typed or printed name of signer

16 NOV 2 11:01:47
DALLAS
SECRET
FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for LRIC Whataburger Florida GP, LLC (file number 802572191), a Domestic Limited Liability Company (LLC), was filed in this office on October 27, 2016.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on November 02, 2016.



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos
Secretary of State