

M19 000003111

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

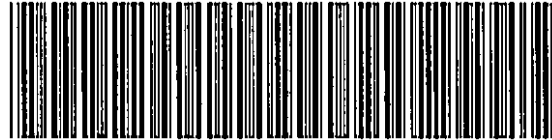
(Business Entity Name)

(Document Number)

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** STRATEGIC RESTAURANT CONCEPTS, 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:

LASHELLE LEMASTER

\_\_\_\_\_  
Name of Person

TEXAS ROADHOUSE, INC.

\_\_\_\_\_  
Firm/Company

6040 DUTCHMANS LANE

\_\_\_\_\_  
Address

LOUISVILLE, KENTUCKY 40205

\_\_\_\_\_  
City/State and Zip Code

ENTITY@TEXASROADHOUSE.COM

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

For further information concerning this matter, please call:

LASHELLE LEMASTER

\_\_\_\_\_  
Name of Person

at ( 502 ) 638-5431

\_\_\_\_\_  
Area Code & Daytime Telephone Number

**Mailing Address:**

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

**Street Address:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**Enclosed is a check for the following amount:**

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



**VIA UPS OVERNIGHT MAIL**

December 14, 2020

Florida Department of State  
Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, Florida 32303

**RE: Strategic Restaurant Concepts, LLC (ID: M19000003111) – Foreign LLC**

Dear Sir or Madam:

Please find enclosed, related to the above-referenced foreign LLC, the following documents:

- 1) Application By Foreign Limited Liability Company to File Amendment to Certificate of Authority to Transact Business in Florida requesting a name change for Strategic Restaurant Concepts, LLC to Bubba's 33 Holdings LLC effective January 1, 2021;
- 2) Action By Written Consent adopting the alternative name of Bubba's 33 Holdings LLC in order to transact business in the State of Florida;
- 3) Check made out to the Florida Department of State in the amount of \$25.00;
- 4) Certified Articles of Amendment for Name Change to Bubba's Holdings LLC issued by the Commonwealth of Kentucky; and
- 5) Certificate of Existence issued by the Commonwealth of Kentucky.

Any correspondence related to this organization may be mailed to my attention at the address listed below. You may contact me at [lashelle.lemaster@texasroadhouse.com](mailto:lashelle.lemaster@texasroadhouse.com) or (502) 638-5431 if you have questions or need any further information to process this filing. -

Strategic Restaurant Concepts, LLC  
By: Texas Roadhouse, Inc., its Manager

LaShelle LeMaster  
Corporate Specialist

**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: STRATEGIC RESTAURANT CONCEPTS, LLC

Enter new principal office address, if applicable: \_\_\_\_\_

**(Principal office address  
MUST BE A STREET ADDRESS)**

Enter new mailing address, if applicable: \_\_\_\_\_

**(Mailing address  
MAY BE A POST OFFICE BOX)**

2. The Florida document number of this limited liability company is: M19000003111

3. Jurisdiction of its organization: KENTUCKY

4. Date authorized to do business in Florida: 03/22/2019

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

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

Bubba's 33 Holdings 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 officer 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

Zip Code

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:

\_\_\_\_\_

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    |
|                        |             | _____          | <input type="checkbox"/> Remove |
| _____                  | _____       | _____          | <input type="checkbox"/> Add    |
|                        |             | _____          | <input type="checkbox"/> Remove |
| _____                  | _____       | _____          | <input type="checkbox"/> Add    |
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|                        |             | _____          | <input type="checkbox"/> Remove |
| _____                  | _____       | _____          | <input type="checkbox"/> Add    |
|                        |             | _____          | <input type="checkbox"/> Remove |

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.

\_\_\_\_\_  
Signature of the authorized representative

\_\_\_\_\_  
Sean Renfro  
Typed or printed name of signee

**Filing Fee: \$25.00**

**ACTION BY WRITTEN CONSENT  
OF THE  
SOLE MEMBER AND SOLE MANAGER  
OF  
STRATEGIC RESTAURANT CONCEPTS, LLC**

**December 11, 2020**

Pursuant to the provisions of the Kentucky Limited Liability Company Act, the sole Member and sole Manager of **STRATEGIC RESTAURANT CONCEPTS, LLC**, a Kentucky limited liability company (the "**Company**"), does hereby (i) consent to and adopt the following resolutions as of the date hereof, which resolutions shall have the same force and effect as if adopted by an affirmative vote at meetings of the Company's Manager and Member duly called and held; (ii) waive any applicable requirements of notice; and (iii) direct that this written consent be filed with the minutes of the proceedings of the Company.

**WHEREAS**, the Company filed Articles of Amendment with the Commonwealth of Kentucky Secretary of State Office changing the name of the Company to Bubba's Holdings LLC effective January 1, 2021;

**WHEREAS**, Bubbas Holdings LLC, a Florida limited liability company, exists in the Florida Division of Corporations database and such name is unavailable for the Company to adopt for transacting business in the State of Florida;

**WHEREAS**, the Company desires to adopt the alternative name of Bubba's 33 Holdings LLC in the State of Florida, effective January 1, 2021, in order to transact business in the State of Florida but will transact business under Bubba's Holdings LLC in all other jurisdictions in which the Company operates (the "**Florida Name Change**"); and

**WHEREAS**, the undersigned believes adopting the Company's name to Bubba's 33 Holdings LLC in the State of Florida is in the best interest of the Company.

**NOW, THEREFORE, BE IT RESOLVED**, that the Company and the undersigned hereby approve of the Florida Name Change, and any other document, instrument or agreement which may be necessary, advisable or proper in order to effectuate the Florida Name Change (collectively, the "**Florida Name Change Documents**");

**FURTHER RESOLVED**, that any authorized representative of the Company or the undersigned, be and hereby is, authorized and empowered to negotiate, execute and deliver on behalf of and as an official act of the Company, the Florida Name Change Documents, as such authorized representative shall in his or her discretion determine to be appropriate, and such authorized representative's signature shall be conclusive evidence of the Company's agreement to such documents;


**FURTHER RESOLVED**, that all actions heretofore taken by such authorized representatives of the Company and the undersigned and all things done by its authority for and on behalf of the Company regarding the Florida Name Change, be and hereby are, approved, ratified and confirmed in all respects; and

**FURTHER RESOLVED**, that these resolutions may be executed and delivered by electronic transmission.

IN WITNESS WHEREOF, the signature of the undersigned, who is the sole Member and sole Manager of the Company, effective as of the date first written above.

**SOLE MEMBER & MANAGER:**

**TEXAS ROADHOUSE, INC.,**  
a Delaware corporation

ll By:   
Name: Christopher C. Colson  
Title: Corporate Secretary



**Michael G. Adams**  
**Secretary of State**

**Certificate**

I, Michael G. Adams, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of

ARTICLES OF ORGANIZATION OF

TWO MOONS, LLC FILED JUNE 6, 2008;

ARTICLES OF AMENDMENT CHANGING NAME TO ASPEN CREEK, LLC FILED  
OCTOBER 24, 2008;

ARTICLES OF AMENDMENT CHANGING NAME TO STRATEGIC RESTAURANT  
CONCEPTS, LLC FILED NOVEMBER 14, 2013; EFFECTIVE DATE DECEMBER 31,  
2013;

ARTICLES OF AMENDMENT CHANGING NAME TO BUBBA'S HOLDINGS LLC  
FILED OCTOBER 20, 2020; EFFECTIVE DATE JANUARY 1, 2021.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
Official Seal at Frankfort, Kentucky, this 25th day of November, 2020.



*Michael G. Adams*

Michael G. Adams  
Secretary of State  
Commonwealth of Kentucky  
dwilliams - Certificate ID: 238814





COMMONWEALTH OF KENTUCKY  
MICHAEL G. ADAMS, SECRETARY OF STATE

0706861.06

Bdennis  
AMD

Michael G. Adams  
Kentucky Secretary of State  
Received and Filed:  
10/20/2020 3:47 PM  
Fee Receipt: \$40.00

Division of Business Filings  
P.O. Box 718  
Frankfort, KY 40602  
(502) 564-3490  
www.sos.ky.gov

Articles of Amendment  
(Limited Liability Company)

LLA

Pursuant to the provisions of KRS 14A and KRS Chapter 275, the undersigned applicant applies to amend articles and, for that purpose, submits the following statements:

1. The name of the limited liability company on record with the Office of the Secretary of State is:

Strategic Restaurant Concepts, LLC

(Name must be identical to the name on record with the Secretary of State.)

2. The text of each amendment adopted: The Company's Articles of Organization are amended to change the name of the Company to Bubba's Holdings LLC

3. The date of adoption of each amendment was 9/01/2020

4. Mark the appropriate line in the following statement for the adoption of the amendment (check only one option):

The amendment(s) was/were duly adopted by the managers ☐ or members ☒ in accordance with the articles of organization, the operating agreement of the limited liability company, or this chapter.

5. This amendment will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective cannot be prior to the date the application is filed. The effective dates is 01/01/2021

6. The individual signing these articles of amendment is a (check only one): Member ☐ or Manager ☒

Please indicate whether any of the following applies to your business ownership:

☐ Women Owned ☐ Veteran Owned ☐ Minority Owned

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

  
Signature of Member, Manager or Authorized Party

Christopher C. Tolson  
Printed Name

Corporate Secretary  
Tolson Restaurant, Inc.  
Title

10/1/20  
Date

Signature of Member, Manager or Authorized Party

Printed Name

Title

Date

**Commonwealth of Kentucky**  
**Michael G. Adams, Secretary of State**

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

**Certificate of Existence**

Authentication number: 238813

Visit <https://web.sos.ky.gov/fishow/certvalidate.aspx> to authenticate this certificate.

I, Michael G. Adams, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**BUBBA'S HOLDINGS LLC**

is a limited liability company duly organized and existing under KRS Chapter 14A and KRS Chapter 275, whose date of organization is June 6, 2008 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 25<sup>th</sup> day of November, 2020, in the 229<sup>th</sup> year of the Commonwealth.



*Michael G. Adams*

Michael G. Adams  
Secretary of State  
Commonwealth of Kentucky  
238813/0706861