

**TCC**  
THE COMPANY CORPORATION

1313 North Market Street  
Wilmington, DE 19801-1151  
Phone: 302.575.0440  
Fax: 302.575.1346  
Toll Free: 800.542.2677  
www.incorporate.com

**M98000000340**

March 2, 1998

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 10 PM 2:26

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Beerbellys LLC  
9801072843167

500002456895--3  
-03/13/98--01091--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

C6RAFORL

CM

\$285.00-PP

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for Beerbellys LLC.

60625938

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

500002456895--3  
-04/15/98--01039--003  
\*\*\*\*\*215.00 \*\*\*\*\*215.00

Sincerely,

*Lucille J. Rose*

Lucille J. Rose  
Non-Delaware Filings

enc.

FF \$285.00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 17, 1998

LUCILLE J. ROSE  
TCC  
1313 NORTH MARKET STREET  
WILMINGTON, DE 19801-1151

SUBJECT: BEERBELLYS LLC  
Ref. Number: W98000005938

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We have received your document for BEERBELLYS LLC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

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

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

There is a balance due of \$215.00.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 098A00014382

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

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

1. BeerBellys LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Pending  
(FEI number, if applicable)
4. 1/7/98  
(Date of Organization)
5. 30 years 1/7/2028  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Approval  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 720 TimberWilde Avenue  
Winter Springs, FL 32708  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Rick Gibson</u>	<u>MGRM</u>	<u>Tia Gibson</u>	<u>MGRM</u>
<u>720 TimberWilde Avenue</u>		<u>720 TimberWilde Avenue</u>	
<u>Winter Springs, FL 32708</u>		<u>Winter Springs, FL 32708</u>	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of Beer Bellys LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 100.00. This total includes amounts from 2 and 3 above.

*Paul Gibson*

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**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 IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA**

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**The name of the Limited Liability Company is:**

BeerBellys LLC

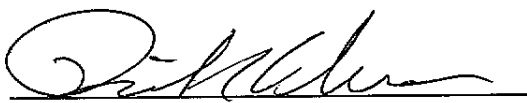
**The name and address of the registered agent and office is:**

Mr. Rick Gibson

720 Timberwilde Avenue

Winter Springs, FL 32708

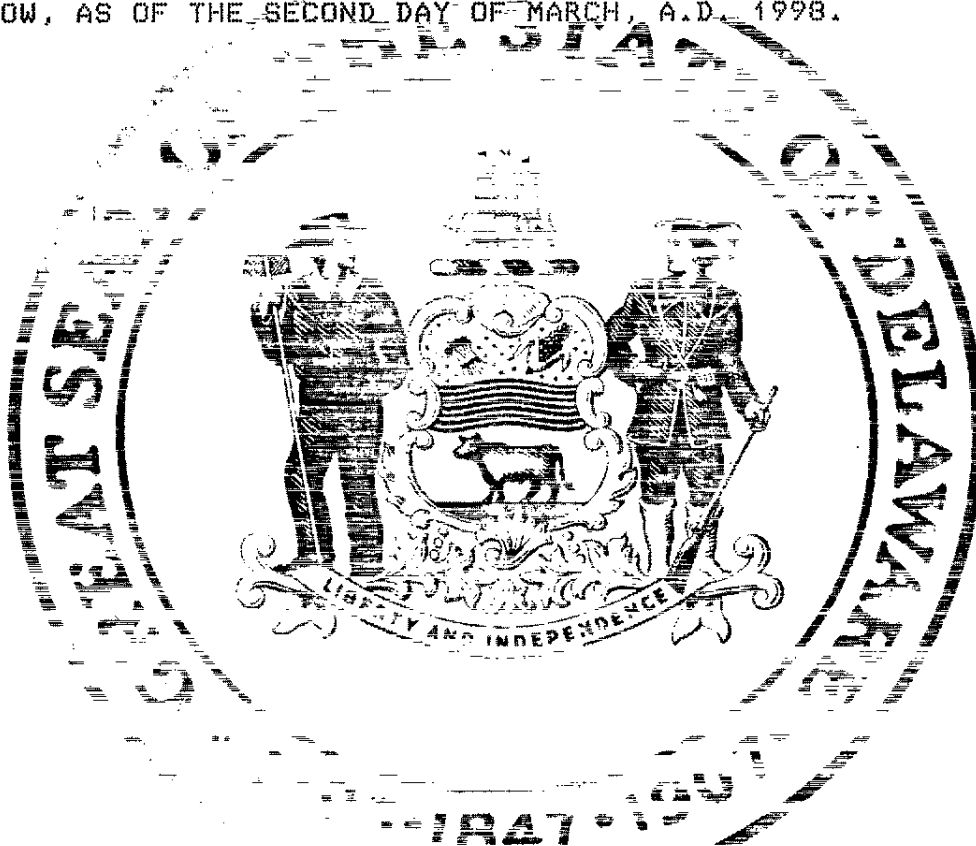
Having been named as registered agent and to accept service of process for the above named Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

  
Signature

2/24/98  
Date

*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEERBELLYS 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 SECOND DAY OF MARCH, A.D. 1998.



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Edward J. Freel, Secretary of State

8947593

AUTHENTICATION:

DATE:

03-02-98