

Document Number Only

M98000000451

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

100002513551--7  
-05/06/98--01071--028  
\*\*\*\*285.00 \*\*\*\*285.00

RTM Management Company, LLC

☐ Profit  
☐ NonProfit  
☒ Limited Liability Co.  
☒ Foreign

☐ Amendment  
☐ Dissolution/Withdrawal

☐ Merger  
☐ Mark

☐ Limited Partnership  
☐ Reinstatement

☐ Annual Report  
☐ Name Registration  
☐ Fictitious Name

☐ Other  
☐ Change of R.A.  
☐ UCC

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready  
☒ Walk In  
☐ Mail Out

☐ Call if Problem  
☐ Will Wait

☐ After 4:30  
☒ Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Thanks,  
Jeff

MAY 06 1998

bpl  
5/6/98

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98 MAY -6 PM12:04  
DIVISION OF CORPORATION

# 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. RTM Management Company, L.L.C.  
(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. Georgia 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 8, 1997 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist  
or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))

7. 5995 Barfield Road, Atlanta, GA 30328  
\_\_\_\_\_  
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing  
member [MGRM] or manager [MGR]. It is not necessary to list members.  
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>RTM Enterprises, Inc.</u>	<u>MGR</u>	_____	_____
<u>5995 Barfield Rd.,</u>		_____	
<u>Atlanta, GA 30328</u>		_____	
<u>F97000003304</u>		_____	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Filing Fee: \$ 52.50 for Application

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -6 PM 12:33

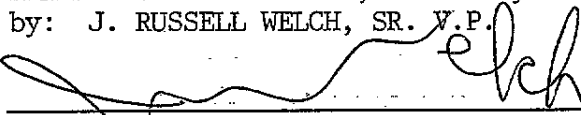
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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DIVISION OF CORPORATIONS  
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The undersigned member or authorized representative of a member of RTM Management  
Company, L.L.C. 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 \$ 1,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0.00. 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  
\$ 1,000.00. This total includes amounts from 2 and 3 above.

RTM MANAGEMENT COMPANY, L.L.C. by RTM ENTERPRISES, INC., Its Manager  
by: J. RUSSELL WELCH, SR. V.P.



\_\_\_\_\_  
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.)

**Filing Fee: \$52.50 for Affidavit**

**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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1. The name of the limited liability company is: RTM Management Company, L.L.C.

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)

Plantation, Florida 33324  
(City/State/Zip)

*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.*

C T CORPORATION SYSTEM

Mary R. Adams  
(Signature)

Mary R. Adams, Asst. Secretary

5/5/98

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981140126  
CONTROL NUMBER : 9712283  
DATE INC/AUTH/FILED: 04/08/1997  
JURISDICTION : GEORGIA  
PRINT DATE : 04/24/1998  
FORM NUMBER : 211

SAM PEARSON/CT CORPORATION SYSTEM  
1201 PEACHTREE ST  
STE 1240  
ATLANTA GA 30361

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DIVISION OF CORPORATIONS  
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**CERTIFICATE OF EXISTENCE**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**RTM MANAGEMENT COMPANY, L.L.C.**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE

