

Division of Corporations

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Florida Department of State
Division of Corporations
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FOREIGN LIMITED LIABILITY COMPANY

Profitable Dining of Tampa, LLC

Certificate of Status	1
Certified Copy	1
Page Count	845
Estimated Charge	\$346.25

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STATE
TAMPA, FLORIDA

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**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. Profitable Dining of Tampa, 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 3. 58-2394655
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 8/31/98 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Expect to open 7-1-99. Will have contracts 8/1/99
(Date first transacted business in Florida. See sections 608.501, 608.502, and 817.155, F.S.)

7. 9210 Anderson Rd
Tampa, FL 33634
(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:

Jay Lanners Managing Member
4111 Robinson St.
Suite 200
Covington, GA
30014

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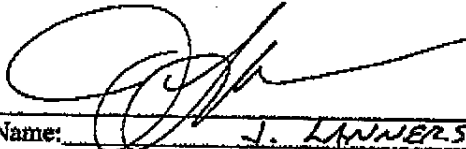
9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

10. Affidavit of Membership and Contributions of Foreign Limited Liability Company:

The undersigned member or authorized representative of a member of _____

Profitable Dining of Tampa, LLC Certifies:

- a. The above named limited liability company has at least one member;
- b. The total amount of cash contributed by the member(s) is: \$ 200,000.
- c. If any, the agreed value of property other than cash contributed by member(s) is \$ _____
Is (A description of the property is attached and made a part hereto.)
- d. The total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 200,000 (This amount includes amount from 2 and 3 above)


Name: J. LANNERS

(Signature of Member or an 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.]

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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.

The name and the Florida street address of the registered agent and office are:

DELIA A. BOX
6022 Hammock Hill Avenue
Lithia, FL 33547

Having been named as registered agent and to accept service of process for Profitable Dining of Tampa, LLC

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At the place designed 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.


Name: Delia A. Box

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROFITABLE DINING OF TAMPA, 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 FIRST DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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