



Little Caesars®

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March 4, 1999

To Whom It May Concern:

Enclosed please find our Application for Registration to do Business and filing fee of same. Should you have any questions, please feel free to contact me at (313) 983 - 6189.

Sincerely,

Caryne DeMatteo
Caryne DeMatteo
Legal Assistant

Enclosures

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR - 1 AM 9:08



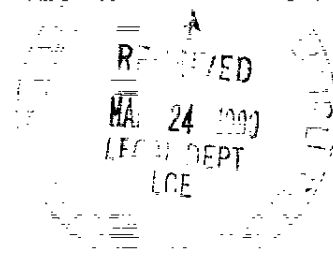
FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 12, 1999

CARYNE DEMATTEO
LITTLE CAESARS ENTERPRISES, INC.
211 WOODWARD AVE., FOX OFFICE CENTRE
DETROIT, MI 48201-3400

SUBJECT: PKC L.L.C.
Ref. Number: W99000006048



We have received your document for PKC L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00011927

RESOLUTION OF MANAGING MEMBERS OR MANAGERS

I, the undersigned Manager
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of

PKC L.L.C.
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of the State of

Michigan, was duly adopted on November 25, 19 98.

Be it resolved, that PKC L.L.C.
(Name of Limited Liability Company)

organized and existing in the state of Michigan, hereby adopts the
name of PKC L.L.C. of Michigan for use in Florida.

Dated: March 29, 1999



Signature of a Member or an Authorized Representative of a Member
Marian Bayoff Ilitch - Member

1/16/98

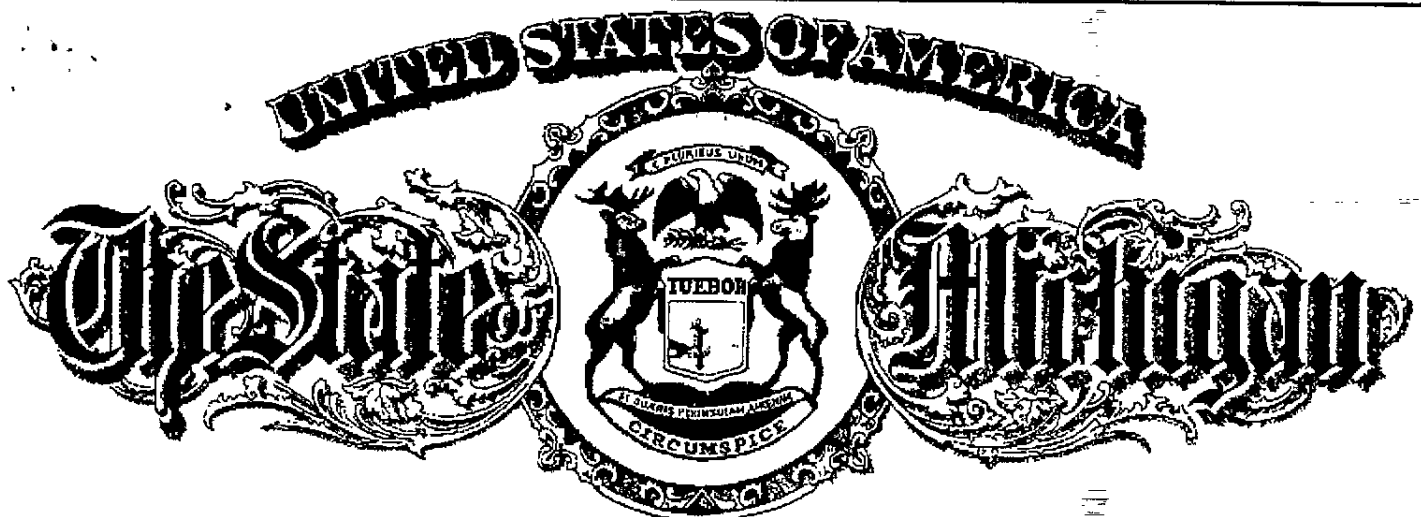
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IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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)

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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.)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

PKC L.L.C.

a Michigan limited liability company, filed Articles of Organization in this office on November 25, 1998.

I FURTHER CERTIFY that the Articles are in full force and effect as of this date, and a Certificate of Dissolution has not been filed.

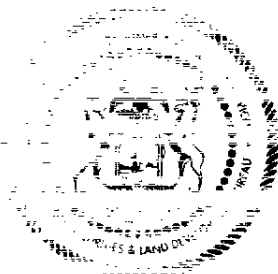
This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 11th day of February, 1999.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau



17 IL 0411818

**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.

1. The name of the Limited Liability Company is:

PKC D.L.C.

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

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL

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

Claudia L. Saari

(Signature)

CLAUDIA L. SAARI - ASST. SECY.

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____

PKC L.L.C.

certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 500,000.00;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 500,000.00.
(This total includes amounts from 2 and 3 above.)



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.)

Marian Bayoff Ilitch - Member

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit