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**Document Number Only**

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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-05/06/99--01080--009  
\*\*\*\*285.00 \*\*\*\*285.00

**CORPORATION(S) NAME**

Jocks and Jills Restaurants, LLC

☐ Profit ☐ Amendment ☐ Merger  
☐ Nonprofit  
☒ Foreign ☐ Dissolution/Withdrawal ☐ Mark  
☐ Limited Partnership ☐ Reinstatement  
☐ Annual Report ☐ Other  
☒ LLC ☐ Name Registration ☐ Change of RA  
☐ Fictitious Name ☐ UCC  
☐ Certified Copy ☐ Photocopies ☐ CUS  
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05/06/99

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99 MAY -6 PM 3:55  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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99 MAY -6 PM 1:16  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

RECEIVED

**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. Jocks & Jills Restaurants, LLC  
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)

2. Georgia 3. 58-2431880  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. December 12, 1997 5. December 31, 2027  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Has not transacted business in Florida  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))

7. 400 Colony Square; Suite 1500  
1201 Peachtree Street, N.E.  
Atlanta, GA 30361  
(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>Joseph R. Rollins</u>             | <u>Manager &amp; Sec./Treas.</u> | <u>400 Colony Square</u>           |        |
| <u>400 Colony Square; Suite 1500</u> |                                  | <u>1201 Peachtree Street, N.E.</u> |        |
| <u>1201 Peachtree Street, N.E.</u>   |                                  | <u>Atlanta, GA 30361</u>           |        |
| <u>Atlanta, GA 30361</u>             |                                  |                                    |        |
| <u>Mike Small</u>                    | <u>Manager</u>                   |                                    |        |
| <u>400 Colony Square; Suite 1500</u> |                                  |                                    |        |
| <u>1201 Peachtree Street, N.E.</u>   |                                  |                                    |        |
| <u>Atlanta, GA 30361</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.)

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

The undersigned member or authorized representative of a member of Jocks & Jills  
Restaurants, LLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 258,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 12,000,000;  
(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 \$ 12,258,000  
(This total includes amounts from 2 and 3 above.)

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125

  
**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.)

Joseph R. Rollins, Manager and Secretary/Treasurer  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

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

The members of Jocks & Jills Restaurants, LLC (the "Company") have contributed to the Company their shares of stock in various other Jocks & Jills corporate entities.

**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:

Jocks & Jills Restaurants, LLC

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)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*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

**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

Connie Bryan

(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

# Secretary of State

Corporations Division  
315 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91180213  
CONTROL NUMBER : K743193  
DATE INC/AUTH/FILED: 12/12/1997  
JURISDICTION : GEORGIA  
PRINT DATE : 04/28/1999  
FORM NUMBER : 211

C T CORPORATION SYSTEM  
ATTN: SHARON SERCER  
1201 PEACHTREE ST NE STE 1240  
ATLANTA GA 30361

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**JOCKS & JILLS RESTAURANTS, LLC  
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.



*Cathy Cox*  
CATHY COX  
SECRETARY OF STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA