

P94000018224

Division of Corporations

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Florida Department of State
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DISSOLUTION OR WITHDRAWAL

CNL RESTAURANT ADVISORS, INC.

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

ARTICLE I - NAME AND DOCUMENT NUMBER

1. The name of the Corporation as currently filed with the Florida Department of State is CNL RESTAURANT ADVISORS, INC.
2. The original Articles of Incorporation for the Corporation were filed on March 9, 1994, and assigned Charter No. P94000018224.

ARTICLE II - DISSOLUTION

1. The dissolution of the Corporation was duly authorized, consented to, and approved by a Written Consent of the Board of Directors and Sole Shareholder of the Corporation dated December 31, 2006. The number of votes cast for dissolution was sufficient for approval.
2. The effective date of the Corporation's dissolution is January 18, 2007.

ARTICLE III - LIABILITIES

All of the Corporation's liabilities have been paid or provided for.

DATED as of the 18th day of January, 2007.

CNL RESTAURANT ADVISORS, INC.,
a Florida corporation

By: JS 05/1

Name: Steven D. Shackelford

Title: CFO/EVP/Secretary

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