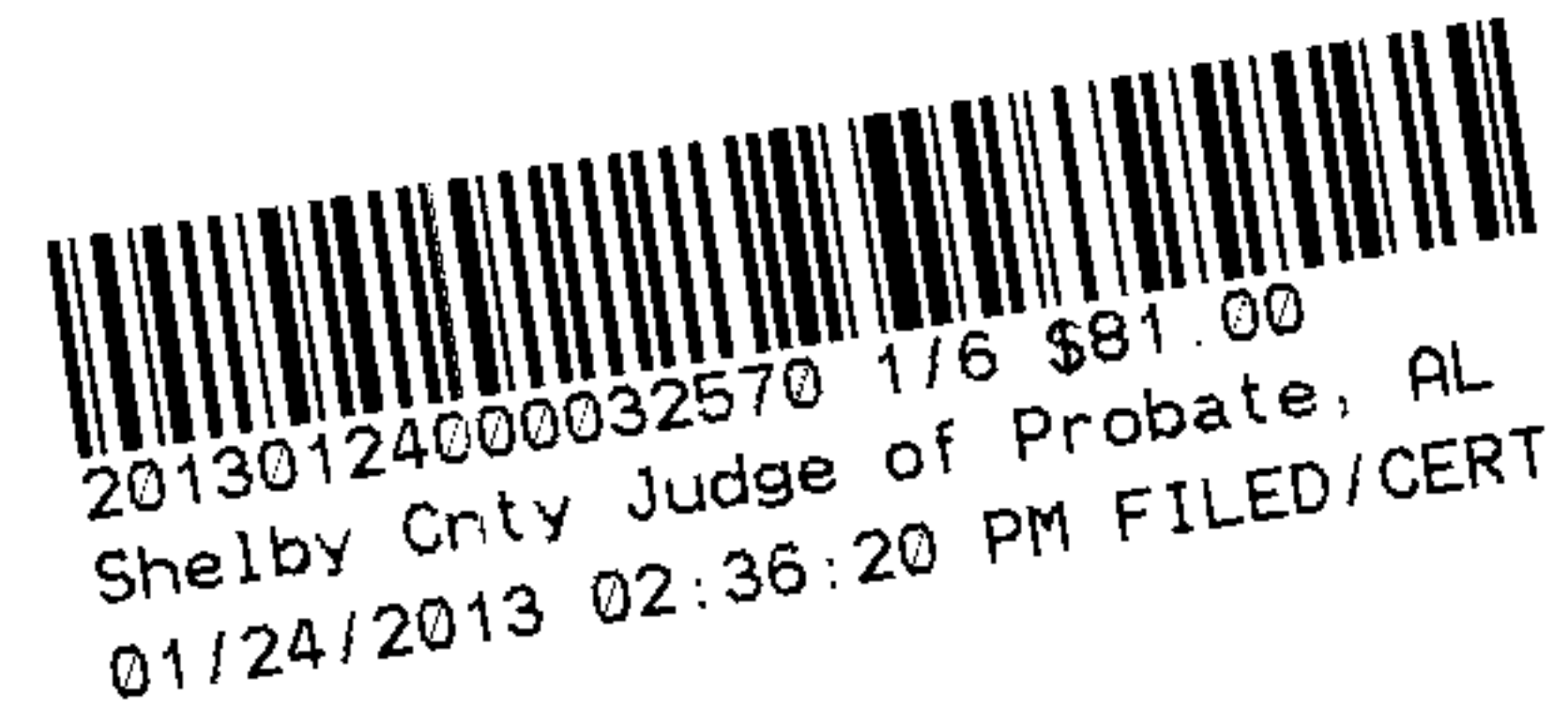


STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY
AMENDMENT TO FORMATION/ORGANIZATION

PURPOSE: In order to amend a Limited Liability Company's (LLC) Certificate of Formation/Articles of Organization under Section 10A-1-3.13 and 10A-5-2.03 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the LLC was initially formed/ incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fee to the Office of the Judge of Probate in the county where the LLC's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the Limited Liability Company from the Certificate of Formation/Articles of Organization:

NANCY KEREN MEXICAN FOOS, LLC

2. The date the Certificate of Formation was filed in the county: 09 / 17 / 2012 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): _____ - **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

CINDY GARCIA
33 Park Hill Lane
Alabaster, AL 35007

DOMESTIC LIMITED LIABILITY COMPANY AMENDMENT

4. The titles, dates, and places of filing of any previous Amendments: N/A

Attach a listing if necessary.

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State **must** be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as a Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a)(2) to effect the change in the public records database.]

5. The following amendment was adopted on 12 / 01 / 2012 (format MM/DD/YYYY):

Mrs. Cindy Garcia sale to Mr. Antonio Gonzalez her 99% of the shares that she has on the business Nancy Karen

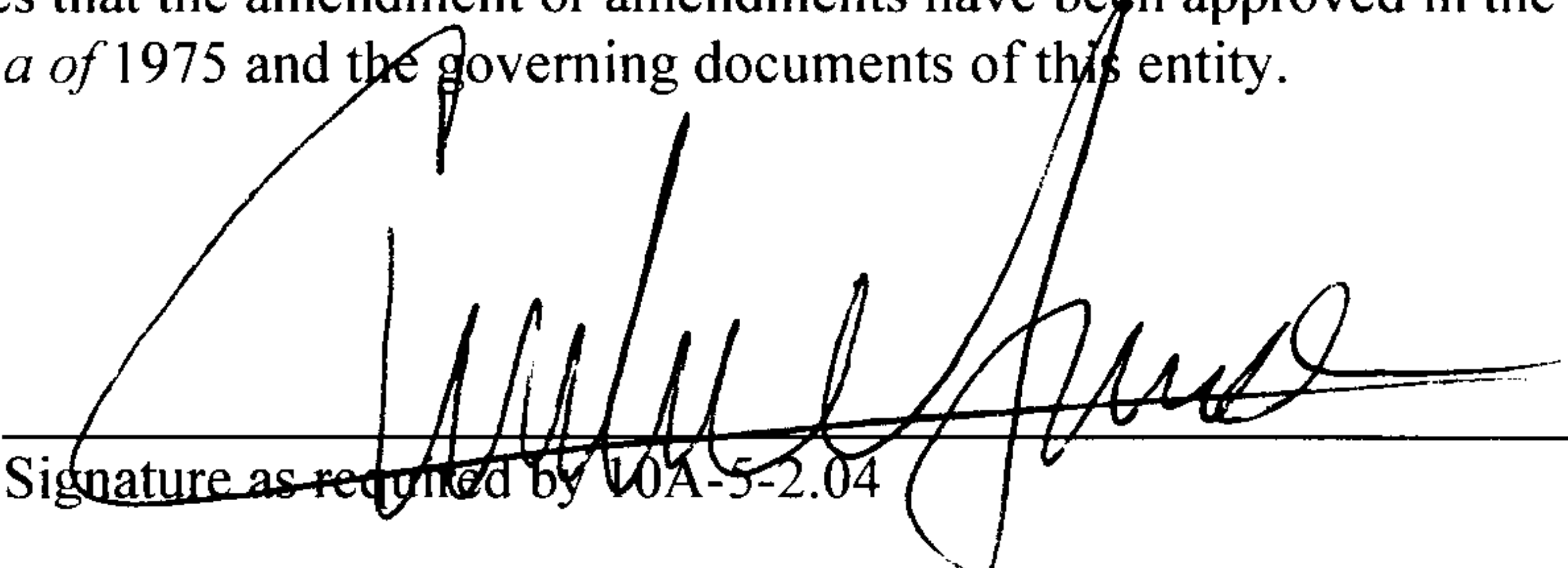
Mexican Food, LLC. Mr. Antonio Gonzalez will be have 100% of the shares of this business and he will act as a

President in this organization.

☐ Additional Amendments and the dates on which they were adopted are attached.

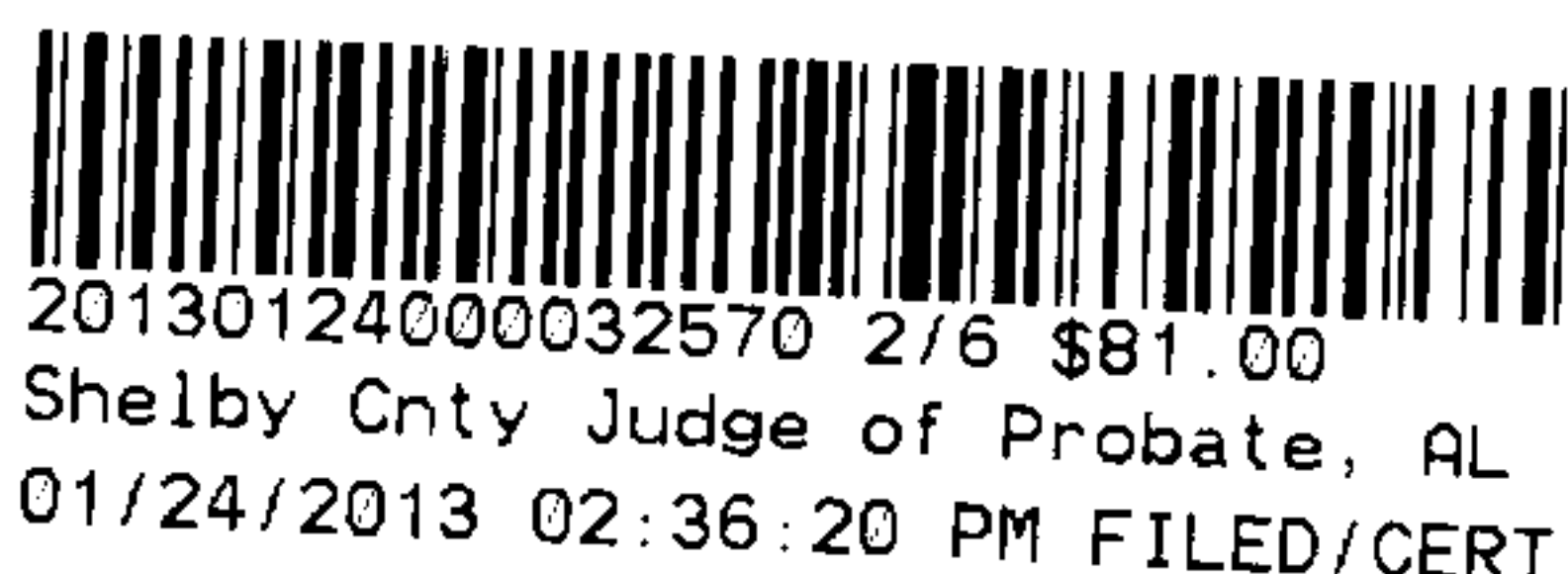
6. The undersigned authorized signature certifies that the amendment or amendments have been approved in the manner required by Title 10A of the *Code of Alabama of 1975* and the governing documents of this entity.

12 / 01 / 2012
Date (MM/DD/YYYY)


Signature as required by 10A-5-2.04

Cindy Garcia
Typed Name of Above Signature

President
Typed Title/Capacity to Sign under 10A-5-2.04



STATE OF ALABAMA
DOMESTIC LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION
OF
NANCY KAREN MEXICAN FOOD, LLC

The undersigned **CINDY GARCIA** of **SHELBY** County, Alabama, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975) as amended (the "Alabama Limited Company Act"), hereby file the following Articles of organization with the probate judge of **SHELBY** County, the county in which the initial registered office of the limited company will be located and attest that facts stated in these Articles of organization are true and correct:

ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be

NANCY KAREN MEXICAN FOOD, LLC

ARTICLE II

DURATION

The period of duration is perpetual from the date of filing of these Articles of organization with the Probate Judge of **SHELBY** County, unless the company shall sooner dissolve and its affairs are wound up in accordance with its Article of organization or operating Agreement or extend the duration beyond the above stated term.

ARTICLE III

PURPOSE

The nature of the business of the Company and its objects, purpose and powers are and shall to develop and operate a Full Service Restaurant Company, for profit, income, and appreciation, and to conduct or do any other lawful act or business permitted of the company under the Alabama Limited Company Act.


20130124000032570 3/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/24/2013 02:36:20 PM FILED/CERT


20120917000353430 1/4 \$156.00
Shelby Cnty Judge of Probate, AL
09/17/2012 04:00:50 PM FILED/CERT

ARTICLE IV

REGISTERED OFFICE & AGENT

The location and street address of the initial registered office of the Company shall be **228 1st Av. SW Alabaster, AL 35007** and its mailing address shall be **228 1st Av. SW Alabaster, AL 35007** and its Registered Agent at such address shall be **CINDY GARCIA**.

ARTICLE V

INITIAL MEMBERS

The names and addresses of the initial members (the "Members") of the Company are:

<u>MEMBER</u>		<u>ADDRESS</u>
CINDY GARCIA	99.00%	33 Park Hill Ln. Alabaster, AL 35007
ANTONIO GONZALEZ	1.00%	255 Hwy 54 Montevallo, AL 35115

ARTICLE VI

ADDITIONAL MEMBERS

The members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the consideration to be paid, such new Members, and subject to the terms and conditions of the Company's operating Agreement.

ARTICLE VII

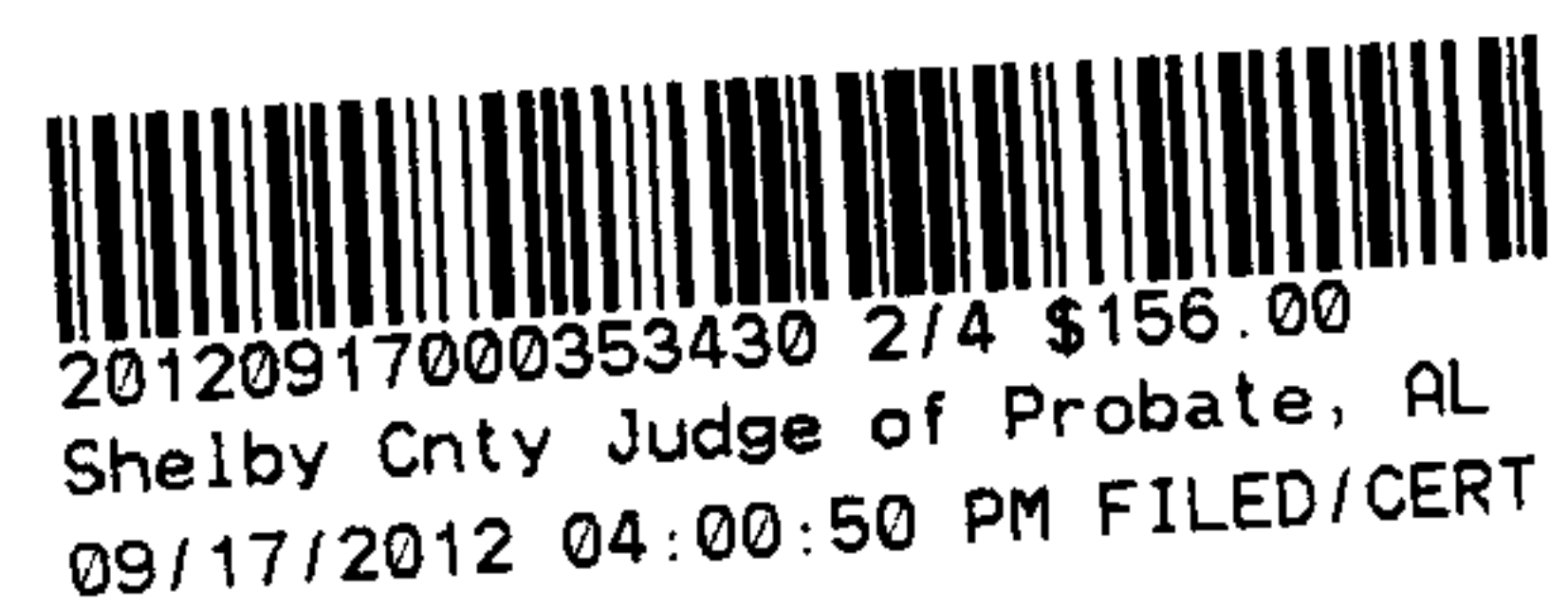
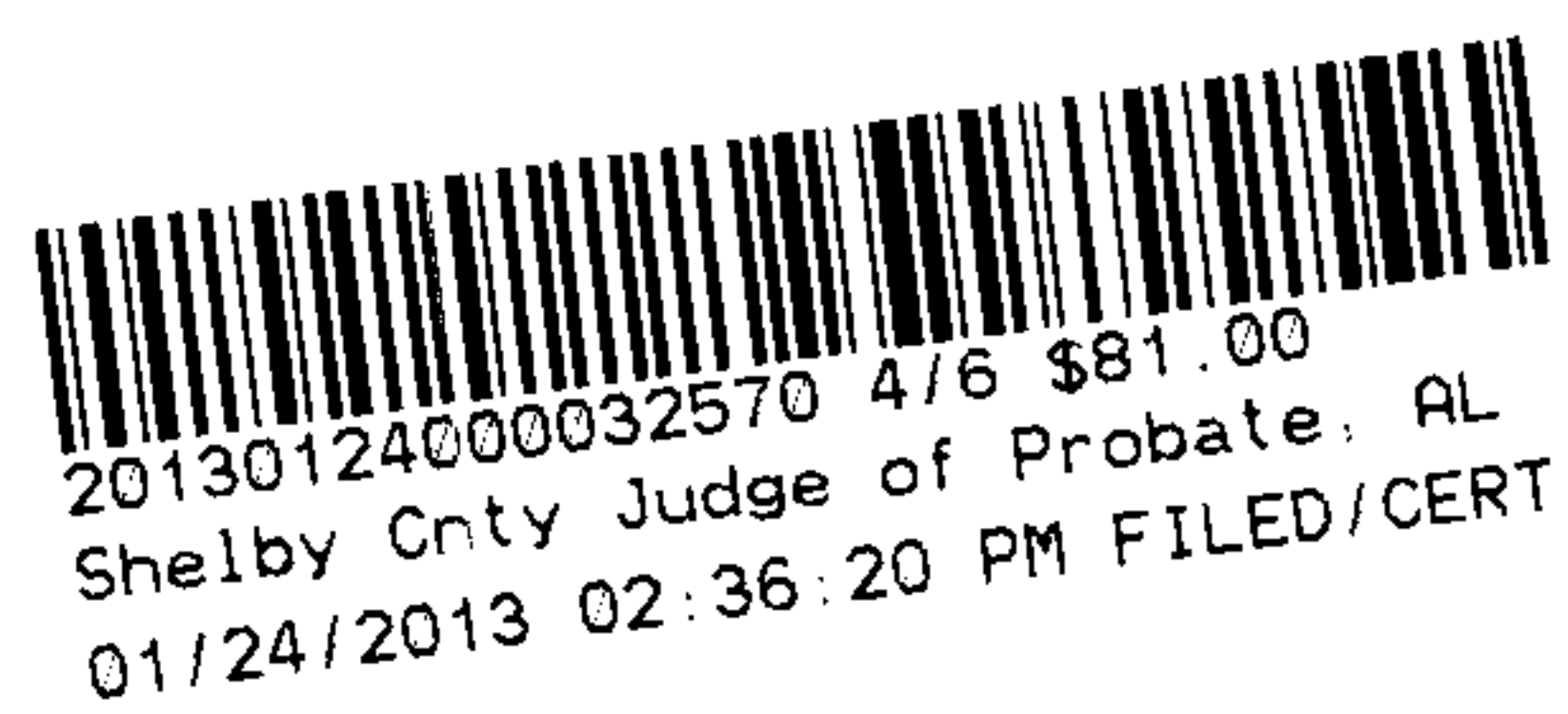
OPERATING AGREEMENT

The operating Agreement of the company shall be executed by each member of the company and shall set forth all provisions for the affairs of the company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the United States of America, the state of Alabama, or these Articles of Organization.

ARTICLE VIII

MANAGEMENT

The members shall have the right to continue upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any event which terminated the continued membership of a member in the company (Collectively, "Dissociation"), as long as there are at least two remaining members or at least one remaining member and a new member is admitted, and all remaining members with equity interest agree in writing to continue the company within ninety (90) days after the Dissociation of a member, as set forth in the operating Agreement of the company.

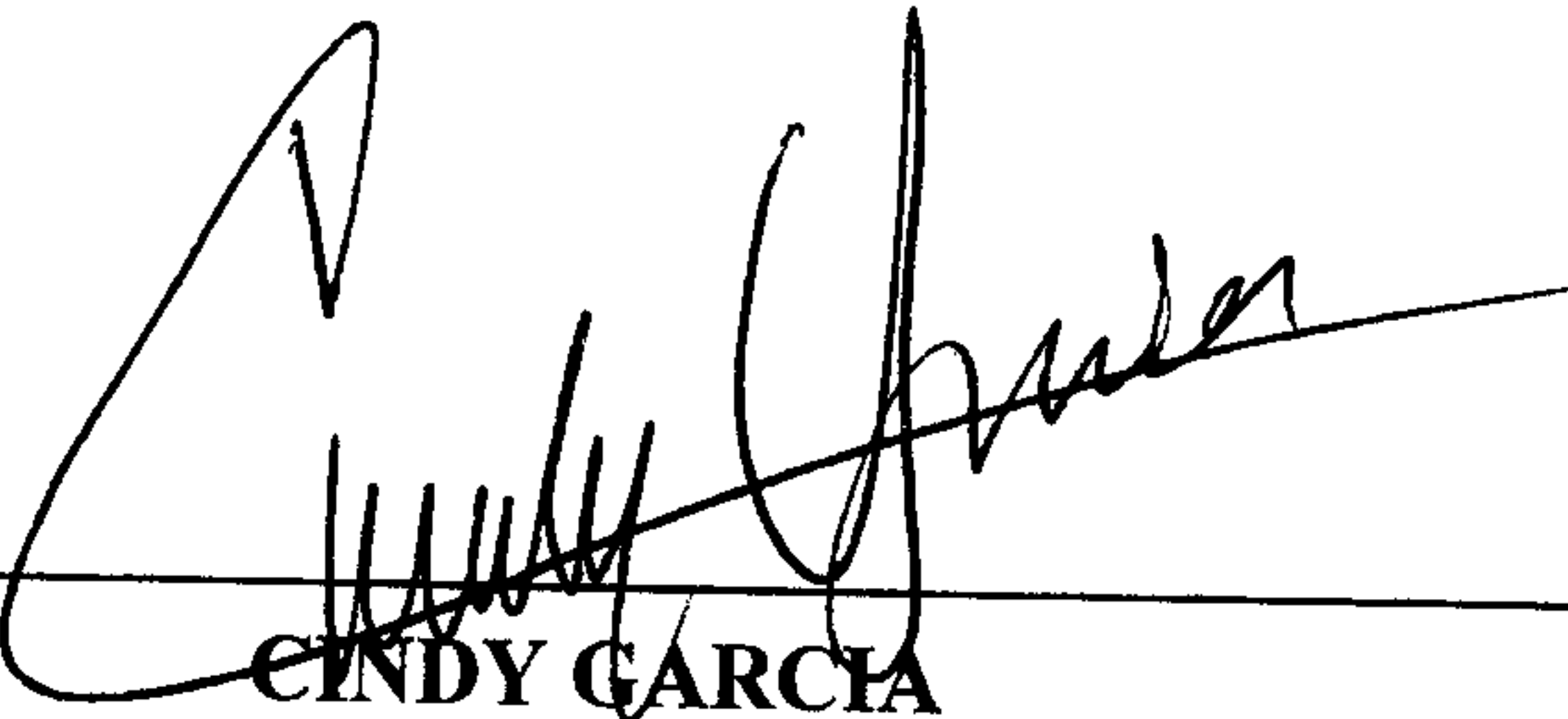


ARTICLE IX

MANAGEMENT

CINDY GARCIA shall be the President of the company

IN WITNESS WHEREOF, the undersigned members have executed these Articles of organization, on this, the **10th day of September, 2012**.

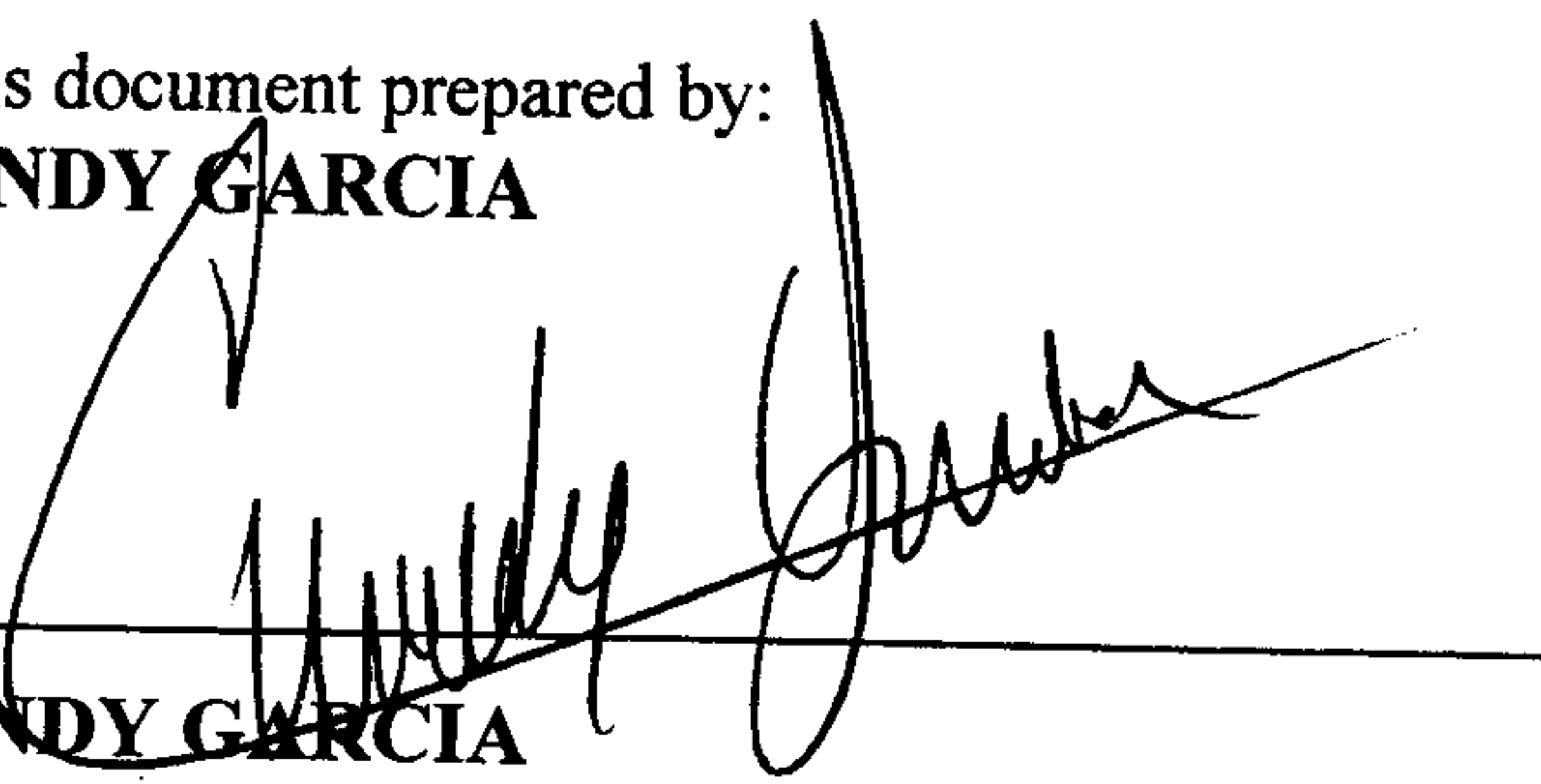


CINDY GARCIA



ANTONIO GONZALEZ

This document prepared by:
CINDY GARCIA



CINDY GARCIA
33 Park Hill Ln. Alabaster, AL 35007


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Shelby Cnty Judge of Probate, AL
09/17/2012 04:00:50 PM FILED/CERT


20130124000032570 5/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/24/2013 02:36:20 PM FILED/CERT

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Nancy Karen Mexican Food LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Cindy Garcia, 228 1st Av SW, Alabaster, AL 35007 for
a period of one hundred twenty days beginning September 11, 2012 and expiring
January 9, 2013.

20130124000032570 6/6 \$81.00
Shelby Cnty Judge of Probate, AL
01/24/2013 02:36:20 PM FILED/CERT

20120917000353430 4/4 \$156.00
Shelby Cnty Judge of Probate, AL
09/17/2012 04:00:50 PM FILED/CERT



610-914

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

September 11, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State