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Trey Grayson
Secretary of State
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Kentucky Secretary of State
TREY GRAYSON

Division of Corporations
BUSINESS FILINGS

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Statement of Registration or Renewal REG
of Limited Liability Partnership

Pursuant to the provisions of KRS Chapter 362, the undersigned hereby applies for registration or renewal as a limited liability partnership on behalf of the partnership named below and for that purpose submits the following statements:

1. Registration (CHECK ONE) Renewal

2. The name of the limited liability partnership is
DQ of Louisville Dixie, KY, LLP

3. The state of formation for the Limited Liability Partnership is Kentucky.

4. The principal office address is
7505 Metro Blvd. Minneapolis MN 55439
Address City State Zip Code

5. The number of partners is 2

6. The names of the partners are
DQ Wholly owned stores, Inc. Name of Partner
TC Kennedy LLC Name of Partner
Name of Partner Name of Partner

(Attach a continuation sheet, if necessary)

7. The nature of the business of the partnership is

Fast Food Restaurant Operations (Brief Description)

The statement is executed by
[Signature] William C. Zucco 9/23/08
Signature Print or type name and title Date
Signature Print or type name and title Date
Signature Print or type name and title Date
Signature Print or type name and title Date