

**Commonwealth of Kentucky**  
**Trey Grayson, Secretary of State**

LARP

**0681928**

Trey Grayson  
Secretary of State  
Received and Filed

**6/18/2009 11:52:04 AM**

**Fee receipt: \$15.00**

Trey Grayson  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report**  
**Web Filing**

**ARP**

**Company:** RTM MID-AMERICA, LLC  
**Company ID:** 0681928  
**State of origin:** Indiana  
**Formation date:** 12/30/2007 12:00:00 AM  
**date filed:** 6/18/2009 11:52:04 AM  
**Fee:** \$15.00

**Principal Office**

1155 PERIMETER CENTER WEST  
SUITE 1200  
ATLANTA, GA 30338

**Registered Agent Name/Address**

CSC-LAWYERS INCORPORATING SERVICE COMPANY  
421 WEST MAIN STREET  
FRANKFORT, KY 40601

**Members/Managers**

|         |                 |   |
|---------|-----------------|---|
| Manager | STEPHEN E. HARE | 1155 PERIMETER CENTER WEST STE 1200 ATLANTA, GA 30338 |
| Manager | NILS H. OKESON  | 1155 PERIMETER CENTER WEST STE 1200 ATLANTA, GA 30338 |
| Manager | ROLAND C. SMITH | 1155 PERIMETER CENTER WEST STE 1200 ATLANTA, GA 30338 |

**Signatures**

|                  |                     |
|------------------|---------------------|
| <b>Signature</b> | Tracey C. Fraser    |
| <b>Title</b>     | Assistant Secretary |