



State of Rhode Island

Department of State - Business Services Division

## Application for Registration

FOREIGN Limited Liability Company

→ Filing Fee: \$150.00

RECEIVED  
R.I. DEPT. OF STATE  
BUS. SVCS. DIV.  
2022 APR -6 P 12:58

Pursuant to the provisions of RIGL 7-16-49, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:		
FRG, LLC		
Is this company organized in its state or country of formation as a low-profit limited liability company? Yes No <input checked="" type="checkbox"/>		
The name, if different, under which it proposes to register and transact business in Rhode Island is:		
2. The LLC is organized under the laws of: FL		
3. The date of its organization is: 12/09/2021		
And the period of its duration is: CHECK ONE BOX ONLY		
<input checked="" type="checkbox"/> Perpetual (on-going)		
Date certain for dissolution _____		
4. The name and address of the resident agent/office in Rhode Island is:		
Agent Name C T Corporation System		
Street Address (NOT a P.O. Box) 450 Veterans Memorial Parkway Suite 7A		
City/Town East Providence	State RHODE ISLAND	Zip Code 02914
5. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:		
Holding/Investment Company		
Check the box to indicate an attachment		

### MAIL TO:

Division of Business Services

148 W River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov

FILED

APR X 6 2022

QPAZ 9  
12:58

6. The RI Department of State is appointed the agent of the foreign limited liability company for service of process if, at any time, there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

7. The address of the office required to be maintained in the state or country of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited liability company is:

12735 Gran Bay Parkway, Suite 150, Jacksonville, FL 32258

8. The mailing address for the limited liability company is:

12735 Gran Bay Parkway, Suite 150, Jacksonville, FL 32258

9. Management of the Limited Liability Company:

The Limited Liability Company is to be managed by: **CHECK ONLY ONE BOX**

By its members (If you have checked this box, **DO NOT** fill out the chart below)

☒ By one (1) or more managers (List managers below)

MANAGER	ADDRESS
Don Fox	12735 Gran Bay Parkway, Suite 150, Jacksonville, FL 32258
Jill Granat	5707 Blue Lagoon Drive, Miami, FL 33126
Matthew Dunnigan	5707 Blue Lagoon Drive, Miami, FL 33126

10. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of filing.

11. Date when this application for Certificate of Registration will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

*Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.*

Type or Print Name of LLC	Date
FRG, LLC	04/01/2022

Signature of Authorized Person

*Amber Gabric*

Amber Gabric

# *State of Florida*

## *Department of State*

I certify from the records of this office that FRG, LLC is a limited liability company organized under the laws of the State of Florida, filed on December 9, 2021, effective February 20, 1995.

The document number of this limited liability company is L21000521657.

I further certify that said limited liability company has paid all fees due this office through December 31, 1995 and that its status is active.

*Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this  
the First day of April, 2022*



*Randy R. Lee*  
**Secretary of State**

Tracking Number: 8567475391CU

To authenticate this certificate, visit the following site, enter this number, and then follow the instructions displayed.

<https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication>

**POWER OF ATTORNEY**

**NOTICE IS HEREBY GIVEN THAT** North Pole Acquisition, LLC, a Limited Liability Company incorporated under the laws of the state of Delaware and the direct or indirect owner of the entities listed on the attached Exhibit "A," does hereby appoint as attorneys-in-fact for the entities (the "Appointees") those individuals who are officers and/or employees of C T Corporation System ("CT") or its agents, (but only for so long as such individuals remain officers and/or employees of CT or an affiliate thereof), to act for the Limited Liability Company and in the Limited Liability Company's name for the limited purposes authorized herein

North Pole Acquisition, LLC and the subsidiary entities listed on the attached Exhibit "A," having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to affect post-conversion filings, including but not limited to post-conversion/withdrawals, qualifications to transact business, and change of agent for the entities, as directed and authorized by North Pole Acquisition, LLC.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, the Appointees shall exercise the power of Vice President, Secretary, Manager, and/or Member.

This Power of Attorney expires when revoked by the undersigned.

**IN WITNESS WHEREOF** the undersigned has executed this Power of Attorney on this 3rd day of March, 2022.

North Pole Acquisition, Inc.  
A Delaware Corporation

By: 

Name: Michele Keusch

Title: Assistant Secretary

State of Florida  
County of Miami-Dade

On March 3, 2022 before me, the undersigned, a Notary Public in and for said State, personally appeared Michele Keusch, personally known to me and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

Witness my hand and official seal.



Sharalea Andrade, Notary Public



**EXHIBIT "A"**

**Firehouse U.S. Entities**

<b>ENTITIES</b>	<b>DOMESTIC JURISDICTION</b>
Capital 94, LLC	Florida
Fire-4, LLC	Florida
Firehouse of America, LLC	Florida
Firehouse Subs, LLC	Florida
FRG, LLC ( <i>formerly Firehouse Restaurant Group, Inc.</i> )	Florida
FRG of Florida, LLC	Florida
FRG of Iowa, LLC	Florida
North Pole Acquisition, LLC	Delaware



State of Rhode Island

**Department of State | Office of the Secretary of State**

**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,  
  
hereby certify that this document, duly executed in accordance with the provisions  
  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this  
  
office on this day:

April 06, 2022 12:58 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea", is written over a light blue circular watermark that matches the Seal of the State of Rhode Island.

Nellie M. Gorbea  
*Secretary of State*

