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4/6/2018 10:52:00 AM \$26.00
Book - 10662 Pg - 7099-7107
ADAM GARDINER
Recorder, Salt Lake County, UT
COTTONWOOD TITLE
BY: eCASH, DEPUTY - EF 9 P.

THIS INSTRUMENT PREPARED BY
AND WHEN RECORDED, RETURN
TO:

McDonald's Corporation
2915 Jorie Blvd.
Oakbrook, IL 60523
Attn: Ana Guedea

**AFFIDAVIT OF FACTS RELATING TO REAL ESTATE OWNED BY
McDONALD'S CORPORATION**

LC 043-0015
Sandy, UT
State of Illinois)
)
County of DuPage)

The undersigned, being duly sworn according to law, deposes and states:

1. The undersigned is an authorized signatory of McDonald's Corporation, a Delaware corporation, which is the owner of all that certain property described as follows:

Beginning at a point North 29°33'10" West 44.81 feet and North 0°7' East 248 feet and North 89°27'05" West 33 feet from the Southeast corner of Section 6, Township 3 South, Range 1 East, Salt Lake Base and Meridian; and running thence North 0°7' East 190 feet; thence North 89°27'05" West 200 feet; thence South 0°07' West 190 feet; thence South 89°27'05" East 200 feet to the point of beginning.

Tax ID No. 28-06-479-019
2. In my capacity as authorized signatory of the aforesaid company, I have personal familiarity with the ownership of the Property and its history of transfers, to wit: the Warranty Deed dated March 14, 1974, from C & H Development Co., a Utah corporation to Franchise Realty Interstate Corporation, a Delaware corporation; recorded March 18, 1974 as Entry No. 2606464 in Book 3537 at Page 26, Official Records of Salt Lake County, the merger of Franchise Realty Interstate Corporation into McDonald's Corporation effective on January 1, 1980.

3. The entity known as Franchise Realty Interstate Corporation was merged into McDonald's Corporation on January 1, 1980, and is now known as McDonald's Corporation. A Delaware corporation.

This affidavit is given to induce Salt Lake County, Utah, to acknowledge the ownership change and that it will be relying upon the accuracy of same.

McDonald's Corporation
A Delaware corporation

By: _____

Lorraine V. Fortelka

Its: Senior Attorney and Authorized Signatory

Subscribed and sworn to before me this 5th day of April, 2018.



(Notary Public)



Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"FRANCHISE REALTY CORPORATION", AN INDIANA CORPORATION,
"FRANCHISE REALTY INTERSTATE CORPORATION", AN ILLINOIS CORPORATION,


"GOLDEN ARCH REALTY CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "MCDONALD'S CORPORATION" UNDER THE NAME OF "MCDONALD'S CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 1979, AT 10 O'CLOCK A.M.

0619321 8100M

150127230

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2084830

DATE: 02-02-15

BK 10662 PG 7101

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

FRANCHISE REALTY CORPORATION,
GOLDEN ARCH REALTY CORPORATION,

AND

FRANCHISE REALTY INTERSTATE CORPORATION

INTO

McDONALD'S CORPORATION

(Pursuant to Section 253 of the General Corporation Law of Delaware)

McDONALD'S CORPORATION, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 21st day of December, 1964, pursuant to the provisions of the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns 100% of the capital stock of 1) Franchise Realty Corporation, a corporation incorporated on the 31st day of January, 1958 pursuant to the provisions of the General Corporation Act of the State of Indiana, 2) Golden Arch Realty Corporation, a corporation incorporated on the 30th day of August, 1967, pursuant to the provisions of the General Corporation Law of the State of Delaware, and 3) Franchise Realty Interstate Corporation, a corporation incorporated on the 14th day of December, 1960, pursuant to the Business Corporation Act of the State of Illinois.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on December 11, 1979, filed with the minutes of the Board, determined to merge into itself said Franchise Realty Corporation, Golden Arch Realty Corporation and Franchise Realty Interstate Corporation:

WHEREAS, at its regular meeting held on October 13, 1978, this Board authorized the merger of nine of its subsidiaries into itself; and

WHEREAS, it is now deemed advisable and in the best interests of this Corporation that the mergers of certain of the aforementioned subsidiaries be accomplished in the manner set forth in the "Plan of Merger" ... presented to the Board at this meeting;

NOW, THEREFORE, BE IT RESOLVED, That:

(1) The merger of Franchise Realty Interstate Corporation (an Illinois corporation), Franchise Realty Corporation (an Indiana corporation) and Golden Arch Realty Corporation (a Delaware corporation) into this Corporation is hereby approved and authorized and the Plan of Merger presented to this meeting is approved and adopted, substantially in the form presented to this meeting with such changes therein as Richard J. Boylan, Senior Executive Vice President, and Donald P. Horwitz, Executive Vice President, (the "Appropriate Officers") deem necessary and proper. The Appropriate Officers, or either of them, and Robert B. Ryan, Vice President and Assistant Secretary, and Burton D. Cohen, Assistant Vice President and Assistant Secretary, (the "Attesting Officers") or either of them, are hereby authorized, empowered and directed in the name and on behalf of this Corporation and under its seal to execute said Plan and to cause the same to be filed in the offices of the Secretaries of State of Delaware, Illinois and Indiana.

(3) The Appropriate Officers and the Attesting Officers are hereby authorized and directed to execute, in the name and on behalf of this Corporation and under its corporate seal or otherwise, and to deliver any and all agreements, certificates, applications, or other instruments and to take from time to time any and all such other action necessary or desirable to carry out the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, said McDONALD'S CORPORATION has caused this certificate to be signed by Donald P. Horwitz, its Executive Vice President and attested by Burton D. Cohen, its Assistant Secretary, this 14th day of December, 1979.

McDONALD'S CORPORATION
By 
Executive Vice President

ATTEST:

By 
Assistant Secretary

PLAN OF MERGER

PLAN OF MERGER made this 14th day of December, 1979, by and between McDONALD'S CORPORATION, a Delaware corporation, hereinafter called the "Surviving Corporation", and FRANCHISE REALTY CORPORATION, an Indiana corporation; FRANCHISE REALTY INTERSTATE CORPORATION, an Illinois corporation; and GOLDEN ARCH REALTY CORPORATION, a Delaware corporation, hereinafter called the "Merging Corporations".

The Surviving Corporation owns all of the outstanding stock of the Merging Corporations and such corporations are desirous of simplifying their business procedures, bookkeeping and administrative structure and of eliminating duplicative functions.

FIRST: The Merging Corporations shall merge into the Surviving Corporation and upon the effective date of such merger, as hereinafter specified, the Merging Corporations shall cease to exist and shall no longer exercise their powers, privileges and franchises subject to the laws of the States of their incorporation.

The Surviving Corporation shall succeed without further act or deed, to all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporations, and shall assume and be liable for all of the debts and liabilities, if any, of the Merging Corporations.

SECOND: This merger shall become effective on January 1, 1980, at 12:01 a.m., except in the State of Illinois. In Illinois, January 1, 1980, at 12:01 a.m., shall be the effective date of the merger for accounting purposes only.

THIRD: Franchise Realty Corporation and Franchise Realty Interstate Corporation each have a capitalization of 100 shares of Common Stock, without par value, of which 100 shares are issued and outstanding. Golden Arch Realty Corporation has a capitalization of 5,000 shares of common stock, without par value, of which 952 shares are issued and outstanding.

The shares of the Merging Corporations shall not be converted into shares of the Surviving Corporation, but shall be cancelled and the authorized capital stock of the Surviving Corporation shall not be changed but shall be and remain the same as before the merger.

FOURTH: The State of incorporation of the Surviving Corporation is and will remain the State of Delaware. The Certificate of Incorporation of the Surviving Corporation, as heretofore amended and as in effect on the date of the merger hereinabove specified, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

FIFTH: The by-laws of the Surviving Corporation as they shall exist on the effective date of this merger shall be and remain the by-laws of the corporation surviving this merger until the same shall be altered, amended or repealed as therein provided.

SIXTH: The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

SEVENTH: The Merging Corporations and the Surviving Corporation shall take, or cause to be taken, all action, or do or

cause to be done, all things necessary, proper or advisable under the laws of the State of Delaware, and the laws of the States of incorporation of the Merging Corporations, to consummate and make effective the merger.

This Plan has been duly authorized by the respective Boards of Directors of the Surviving Corporation, in accordance with the laws of the State of Delaware, and of the Merging Corporations, in accordance with the laws of the States of incorporation of the Merging Corporations, and is signed and sealed by the duly authorized officers of each corporation as of the day and year first written above.

ATTEST:

By [Signature]
Assistant Secretary

MCDONALD'S CORPORATION

By [Signature]
Vice President

ATTEST:

By [Signature]
Assistant Secretary

FRANCHISE REALTY CORPORATION

By [Signature]
Vice President

ATTEST:

By [Signature]
Assistant Secretary

FRANCHISE REALTY INTERSTATE CORPORATION

By [Signature]
Vice President

ATTEST:

By [Signature]
Assistant Secretary

GOLDEN ARCH REALTY CORPORATION

By [Signature]
Vice President

Certificate of Ownership of the "McDONALD'S CORPORATION", a corporation organized and existing under the laws of the State of Delaware, merging "FRANCHISE REALTY CORPORATION", a corporation organized and existing under the laws of the State of Indiana, "GOLDEN ARCH REALTY CORPORATION", a corporation organized and existing under the laws of the State of Delaware and "FRANCHISE REALTY INTERSTATE CORPORATION", a corporation organized and existing under the laws of the State of Illinois, pursuant to Section 253 of the General Corporation Law of the State of Delaware; as received and filed in this office the twenty-first day of December, A.D. 1979, at 10 o'clock A.M.