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ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

MAR 24 1999

(Instructions on back of application)

1. The name of the limited liability company is: 5B Red Robin Reno One, LLC

2. The address of the initial registered office is: 200 S. Main Street,
Ketchum, ID 83340 and the name of the initial registered
agent at that address is: Chris R. Stephens

Signature of registered agent : 


3. Management of the limited liability company will be vested in:

Manager(s) or Member(s) (please check the appropriate box)

4. If management is to be vested in one or more manager(s), list the name(s) and address(es) of at least one initial manager. If management is to be vested in the members, list the name(s) and address(es) of at least one initial member.

Name	Address
5B Investments, Inc.	P.O. Box 1065 Sun Valley, Idaho 83353

5. Signature of at least one person responsible for forming the limited liability company:

5B INVESTMENTS, INC.
By: 
Chris R. Stephens, President

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Secretary of State use only
03/26/1999 09:00
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March 26, 1999

Corporations Division
Idaho Secretary of State
Statehouse
Boise, ID 83720

Re: 5B Investments, Inc.

Gentlemen:

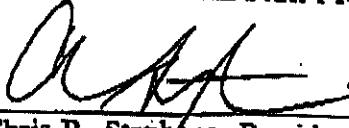
I am the President of 5B Investments, Inc. the Manager of 5B Red Robin Park Meadows, LLC (the "Existing LLC"). On behalf of the Existing LLC, I hereby consent to the usage of the "5B Red Robin" name formulations for the following limited liability companies:

- 1. 5B Red Robin Nampa, LLC
- 2. 5B Red Robin Reno One, LLC
- 3. 5B Red Robin Westpark, LLC
- 4. 5B Red Robin Parkcenter, LLC
- 5. 5B Red Robin Colorado Springs, LLC

Being submitted concurrently for filing under a separate cover letter are the Articles of Organization for the five above-referenced LLC's. 5B Investments, Inc. will also be the manager of the five above-referenced LLC's. To the extent any of those five LLC's need to consent to the use by one of the other four LLC's of the "5B Red Robin" name formulations, I hereby consent to such use.

Sincerely,

5B INVESTMENTS, INC.
Manager of 5B Red Robin Park Meadows, LLC

By: 
Chris R. Stephens, President

MMS:b