

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF CHI-CHI'S FRANCHISE OPERATIONS CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
CHI-CHI'S FRANCHISE OPERATIONS CORPORATION
duplicate originals of an Application of

for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
CHI-CHI'S FRANCHISE OPERATIONS CORPORATION
Authority to _____ CHI-CHI'S FRANCHISE OPERATIONS
to transact business in this State under the name _____
CORPORATION _____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated August 21, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

Sadie M. Mauk
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Chi-Chi's Franchise Operations Corporation

2. The name which it shall use in Idaho is Chi-Chi's Franchise Operations Corporation

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Kentucky

4. The date of its incorporation is June 14, 1982 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 10200 Linn Station Rd.; P.O. Box 32338; Louisville, KY 40232

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street;
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To own and operate or supervise operation of full service Mexican
restaurant.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Ronald W. Stebleton	President	10200 Linn Station Rd. Louisville, KY 40232
James M. Mulrooney	Director/V-Pres./Treasurer	10200 Linn Station Rd. Louisville, KY 40232
Michael J. Guerra	V.Pres./Secretary	10200 Linn Station Rd. Louisville, KY 40232

(continued on reverse)

Name _____

Office

Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 11/15/11

Chi-Chi's Franchise Operations Corporation

(Corporation Name)

Bw

Its President/ Vice President (please specify)

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1.5 Secretary Management System (please specify)

STATE OF Kentucky)
COUNTY OF Jefferson)

I, Marilyn A. Weaver, a notary public, do hereby certify that on this _____ day of _____, 19 87, personally appeared before me Ronald W. Stebleton, who being by me first duly sworn, declared that (s)he is the President of Chi-Chi's Franchise Operations Corporation

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Philip A. Walker
Notary Public
My Commission Expires: 5/2/09



OFFICE OF SECRETARY OF STATE
CERTIFICATE

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify, that according to the records in the Office of the Secretary of State of the Commonwealth of Kentucky, CHI-CHI'S PURCHASING CORPORATION a corporation organized and existing under the laws of the Commonwealth of Kentucky, was granted a charter on June 14, 1982 with perpetual existence.

I further certify, that amended articles of incorporation changing the corporate name to CHI-CHI'S FRANCHISE OPERATIONS CORPORATION were filed on June 25, 1987.

I further certify, that said corporation has filed all reports and paid all fees due and owing to the Office of the Secretary of State of the Commonwealth of Kentucky to date; and is, therefore, in good standing at the present time.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky this 2nd day of August, 1987.

A handwritten signature in black ink, appearing to read "Drexell R. Davis".

Drexell R. Davis
Secretary of State
Commonwealth of Kentucky