

# State of Idaho

Office of the Secretary of State

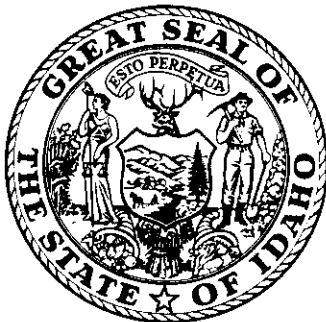
**CERTIFICATE OF AUTHORITY  
OF  
TEXAS ROADHOUSE, INC.**

File Number C 155248

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 21 June 2004



*Ben Yursa*

SECRETARY OF STATE

By *[Signature]*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:  
Texas Roadhouse, Inc.
2. The name which it shall use in Idaho is: Texas Roadhouse, Inc.
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: May 5, 2004
5. The address of its principal office is:  
6040 Dutchmans Lane, Suite 400, Louisville, Kentucky 40205
6. The address to which correspondence should be addressed, if different from item 5, is:  
\_\_\_\_\_
7. The street address of its registered office in Idaho is: 1423 Tyrell Lane, Boise, Idaho 83706  
and its registered agent in Idaho at that address is: National Registered Agents, Inc.
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
W. Kent Taylor	Chairman	6040 Dutchmans Lane, Suite 400 Louisville, Kentucky 40205
G.J. Hart	Chief Executive Officer	6040 Dutchmans Lane, Suite 400 Louisville, Kentucky 40205
Steven Ortiz	Chief Operating Officer	6040 Dutchmans Lane, Suite 400 Louisville, Kentucky 40205
Scott Colosi	Chief Financial Officer	6040 Dutchmans Lane, Suite 400 Louisville, Kentucky 40205
Sheila C. Brown	Secretary	6040 Dutchmans Lane, Suite 400 Louisville, Kentucky 40205

Dated: 6-4-04

Signature: Sheila C. Brown

Typed Name: Sheila C. Brown

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE  
06/21/2004 05:00  
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# Delaware

PAGE 1

*The First State*

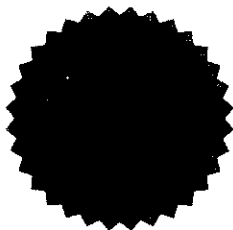
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TEXAS ROADHOUSE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TEXAS ROADHOUSE, INC." WAS INCORPORATED ON THE FIFTH DAY OF MAY, A.D. 2004.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3169261

DATE: 06-14-04