

State of Idaho

Office of the Secretary of State

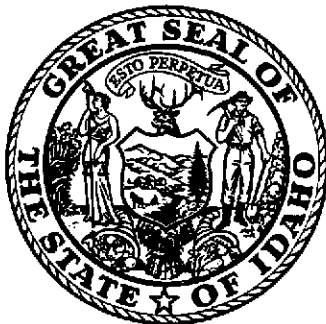
**CERTIFICATE OF AUTHORITY
OF
APPLEBEE'S RESTAURANTS LLC**

File Number W 142396

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 Uniform Limited Liability 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: September 23, 2014



Ben Yursa
SECRETARY OF STATE

By

[Signature]

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SEP 23 PM 1:40

**APPLICATION FOR CERTIFICATE
OF AUTHORITY FOR FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Applebee's Restaurants LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is:
- Delaware

4. The name and complete street address of the registered agent in Idaho is:

Corporation Service Company 12550 W. Explorer Drive, Suite 100, Boise, ID 83713

5. The street and mailing address of the limited liability company's principal office is:

450 N. Brand Blvd., 7th Floor, Glendale, CA 91203Street AddressMailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808Street AddressMailing Address, if different

7. The name and mailing address of at least one member or manager:

Bryan R. Adel 450 N. Brand Blvd., 7th Floor, Glendale, CA 91203

8. The mailing address for future correspondence:

450 N. Brand Blvd., 7th Floor, Glendale, CA 91203

9. Signature of a manager, member or authorized person.

Paul ZolnowskiSignaturePaul Zolnowski, Authorized PersonTyped Name

Secretary of State use only

IDAHO SECRETARY OF STATE

09/23/2014 05:00

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CA (pub. Reg.) 10/10/2010

W142396

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APPLEBEE'S RESTAURANTS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2014.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "APPLEBEE'S RESTAURANTS LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2014.



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1721754

DATE: 09-23-14