

State of Idaho

Office of the Secretary of State

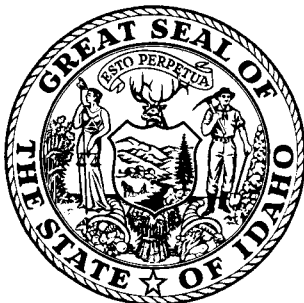
**CERTIFICATE OF REGISTRATION
OF
RARE HOSPITALITY INTERNATIONAL, INC.**

File Number C 210959

I, LAWERENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, 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 Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: September 2, 2016



Lawrence Denney
SECRETARY OF STATE

By *[Signature]*



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the form in duplicate.

2016 SEP -2 PM 2:33

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: Rare Hospitality International, Inc.
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name.)
3. Select the type of entity you wish to register:

<input checked="" type="checkbox"/> Business Corporation	<input type="checkbox"/> General Partnership
<input type="checkbox"/> Nonprofit Corporation	<input type="checkbox"/> General Cooperative Association
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership)
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust
<input type="checkbox"/> Other: _____ (Use "Other" only if your foreign entity type is not listed above, and enter the type here.)	
4. Jurisdiction of formation: Georgia
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
1000 Darden CENTER DRIVE, Orlando, FL 32837
(Street Address)

(Mailing Address, if different)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:
2985 GORDY PARKWAY, 1ST FLOOR, Cobb, MARIETTA, GA, 30066
(Street Address)

(Mailing Address, if different)
7. The mailing address to which correspondence should be addressed, if different from item 5, is:

(Address)
8. Name and street address of registered agent in Idaho:
Corporate Creations Network Inc. 950 W. Bannock Street #1100, Boise, ID 83702
(Name) (Address)
9. The name, capacity, and mailing address of at least one governor:
Please see attached list.
(Name) (Capacity) (Address)

(Name) (Capacity) (Address)

Typed Name: Lauren Vadney

Signature: _____

Capacity: Attorney-in-Fact

Secretary of State use only

IDAHO SECRETARY OF STATE

09/02/2016 05:00

CK:PREPAID CT:221028 BH:1544799
1@ 100.00 = 100.00 FOR REG ST #2
1@ 20.00 = 20.00 EXPEDITE C #3

C210959

Rare Hospitality International, Inc.
List of Officers and Directors

President, Treasurer, Director-

William R. White, III
1000 Darden Center Drive
Orlando, FL 32837

Secretary, Vice President

Joseph G. Kern
1000 Darden Center Drive
Orlando, FL 32837

Assistant Secretary

Colleen M. Hunter
1000 Darden Center Drive
Orlando, FL 32837

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

RARE HOSPITALITY INTERNATIONAL, INC.

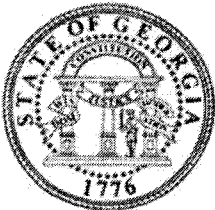
a Domestic Profit Corporation

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 13274682
Date Inc/Auth/Filed : 12/29/1982
Jurisdiction : Georgia
Print Date : 09/01/2016
Form Number : 211



B. P. Kemp

Brian P. Kemp
Secretary of State


Limited Power of Attorney

The undersigned Officer of Rare Hospitality International, Inc., a Georgia entity ("the Company"), appoints Lauren Vadney as attorney-in-fact for the Company and its subsidiaries for the limited purposes authorized in this Limited Power of Attorney. Jessica Morales, Special Secretary grants to the attorney-in-fact the power to execute the documents necessary to change the registered agent, change of address, amendments, fictitious name registrations, fictitious name renewals, qualifications, annual reports, amended annual reports, initial reports, obtain tax clearance/compliance certificate(s), withdraw, dissolve, reinstate, convert or form the Company and its subsidiaries. The named individuals shall act in such office and with such authority as is required to effect the changes contemplated in this Limited Power of Attorney.

This Limited Power of Attorney expires on the earlier of (a) the filing of change of registered agents and/or change of address and/or amendments and/or fictitious name registrations and/or fictitious name renewals and/or qualifications and/or annual reports and/or amended annual reports and/or initial reports and/or withdraw and/or dissolve and/or formations and/or reinstate for the Company and its subsidiaries or (b) six months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by written notice to Corporate Creations, 11380 Prosperity Farms Road #221E, Palm Beach Gardens, FL 33410.

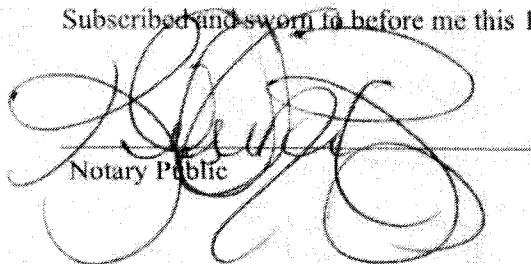
The undersigned has executed this Limited Power of Attorney effective as of this 1st day of September, 2016.

Rare Hospitality International, Inc.

By: 
Name: Jessica Morales
Title: Special Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

Subscribed and sworn to before me this 1st day of September, 2016.


Notary Public

