

State of Idaho

Department of State

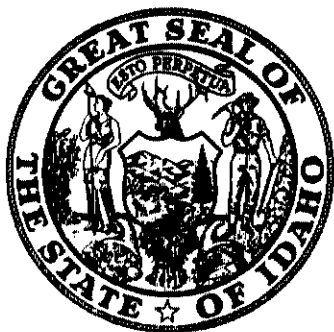
CERTIFICATE OF AUTHORITY OF

CONSUMERS' CHOICE STEAK & SEAFOOD CO. V, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CONSUMERS' CHOICE STEAK & SEAFOOD CO. V, INC. 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 Authority to CONSUMERS' CHOICE STEAK & SEAFOOD CO. V, INC. to transact business in this State under the name CONSUMERS' CHOICE STEAK & SEAFOOD CO. V, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 2, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Redman*

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:

Consumers' Choice Steak & Seafood Co. V, Inc.

1. The name of the corporation is _____
2. The name which it shall use in Idaho is Same

(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 Washington
4. The date of its incorporation is April 15, 1993 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 N 3004 SULLIVAN RD. SPOKANE WA 99216

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

11140 Rockville Pike, Suite 348, Rockville, MD 20852

7. The street address of its proposed registered office in Idaho is 300 North 6th Street,
Boise, Idaho 83702, 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:
Direct sales of steak and seafood.

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

Name	Office	Address
Michael Fleischmann	President, Secretary/Treasurer	11140 Rockville Pike Suite 348 Rockville, MD 20852

(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: March 3, 1993

Consumers' Choice Steak & Seafood Co. V, Inc.,

(Corporation Name)

By

Michael Fleischmann Its President/ Vice President (please specify)

and

Michael Fleischmann Its Secretary/ Assistant Secretary (please specify)

STATE OF

Maryland)

) ss:

COUNTY OF

Prince Georges)

I, Guerna W. Christoffens, a notary public, do hereby certify that on this 3rd day of March, 19 93, personally appeared before

me Michael Fleischmann, who being by me first duly sworn, declared that (s)he

is the President and Secretary of Consumers' Choice Steak & Seafood Co. V, Inc.,
a Washington corporation

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

Guerna W. Christoffens
Notary Public

My Commission Expires March 1, 1996



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SEC. OF STATE
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STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

CONSUMERS' CHOICE STEAK & SEAFOOD CO. V, INC.

I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on April 15, 1993 .

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: May 4, 1993

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

L. Cramer