

# State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

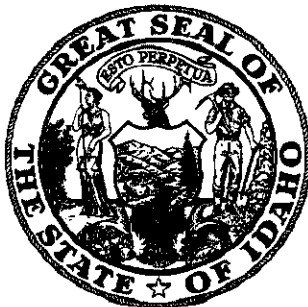
RED ROBIN INTERNATIONAL, INC.

File Number C 129987

I PETE T. CENARRUSA, 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: August 10, 1999



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *MARK C. WELLS*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED

To the Secretary of State of Idaho  
 The undersigned Corporation applies for a Certificate of Authority and states as follows: Aug 10 10 44 AM '99

1. The name of the corporation is Red Robin International, Inc.  
SECRETARY OF STATE  
STATE OF IDAHO
2. The name which it shall use in Idaho is \_\_\_\_\_
3. It is incorporated under the laws of Nevada
4. Its date of incorporation is 3/30/90
5. The address of its principal office is 5575 DTC Parkway Suite 110 Englewood, Colorado 80111
6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_
7. The street address of its registered office in Idaho is 300 North 6th Street Boise, Idaho 83702  
 \_\_\_\_\_, and its registered agent in Idaho at that address is CT Corporation System

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

Name	Office	Address
<u>See Attached</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: August 2, 1999

Red Robin International, Inc.  
(Corporation name)

By *John W. Grant*

Its Assistant Secretary  
(specify capacity of signer)

Customer Acct #: \_\_\_\_\_

**IDAHO SECRETARY OF STATE**  
(If using pre-paid account)

08/10/1999 09:00

CK: 78617 CT: 28168 BH: 248968

1 @ 100.00 = 100.00 AUTH PRO # 2  
 1 @ 28.00 = 28.00 EXPEDITE C # 3

g:\corpforms\CA2.pmb Revised 4/87

C129987

**RED ROBIN OFFICERS AND DIRECTORS**

**April 9, 1999**

**Unified Business ID# 601 243 728**

Chairman of the Board of Directors  
and Founder

Gerald R. Kingen  
9345 Fauntleroy Way SW  
Seattle, WA 98136

Director/President/CEO

Michael J. Snyder  
142 Capulin  
Castle Rock, CO 80104

Secretary/CFO

James P. McCloskey  
5235 So. Logan Drive  
Greenwood Village, CO 80121

Assistant Secretary/General  
Counsel

John W. Grant  
8376 Green Island Circle  
Littleton, CO 80124

Director

Joichi Ide  
10871 Gray Place  
Tustin, CA 92680

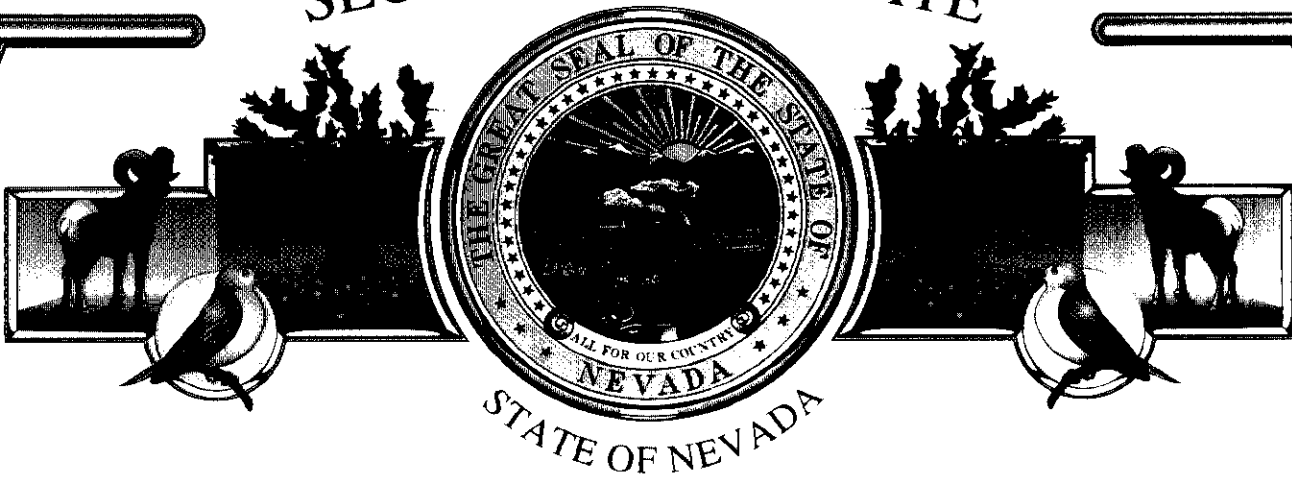
Director

Gary J. Singer  
10 Torrey Pines Lane  
Newport Beach, CA 92660

Director

Tasuko Chino  
4-16-15 Inokashira  
Mitaka, Japan

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **RED ROBIN INTERNATIONAL, INC.** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 30, 1990, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on August 5, 1999.



*Dean Heller*

Secretary of State

By

*Laquetta Wrey*  
Certification Clerk