

State of Idaho

Office of the Secretary of State

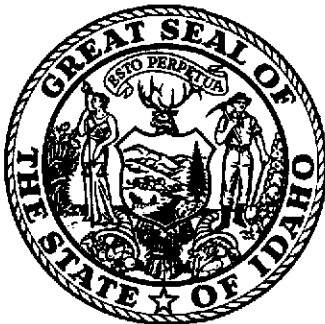
**CERTIFICATE OF AUTHORITY
OF
APPLEBEE'S FRANCHISOR LLC**

File Number W 142387

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

(Instructions on back of application)

2014 SEP 23 PM 1:15

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Applebee's Franchisor 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:
- DE

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

Corporation Service Company12550 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 19805Street AddressMailing Address, if different

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

Please see attached list

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

CK:2237864 CT:172099 BH:1442446

1@ 100.00 = 100.00 REGFORGLLC #2

1@ 20.00 = 20.00 EXPEDITE C #3

cert. of foreign LLC, Rev. 07/2010

W142387

APPLEBEE'S FRANCHISOR, LLC**Managers:**

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

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

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

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

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

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 FRANCHISOR 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 FRANCHISOR LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2014.

5576129 8300

141209011

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1720310

DATE: 09-23-14