

State of Idaho

Office of the Secretary of State

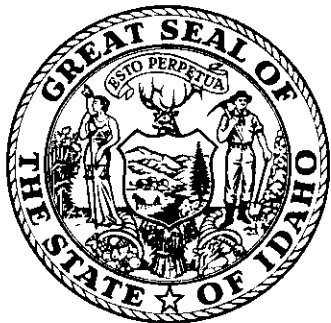
**CERTIFICATE OF AUTHORITY
OF
IDINE RESTAURANT GROUP INC.**

File Number C 151053

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 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: 30 September 2003



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09/30/2003 11:05

 SECRETARY OF STATE
IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

IDINE RESTAURANT GROUP INC.

2. The name which it shall use in Idaho is: IDINE RESTAURANT GROUP INC.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: January 4, 1993

5. The address of its principal office is:

999 Third Avenue, Suite 3800 Seattle, WA 98104-4023

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

CSC-1401 Shoreline Drive, Suite 2, Boise, Idaho 83702

7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702

and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Office	Address
See attached officers/directors rider		

Dated: 9/24/03

Signature: Gregory R. Borges

Typed Name: GREGORY R. BORGES

Capacity: ASST. TREASURER

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\appforauthority_profit.pm6
Revised 07/2002

IDAHO SECRETARY OF STATE
09/30/2003 05:00
CK: 120047 CT: 66741 BH: 704262
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C151053



Restaurant Group Inc.

09/01/03

IDINE RESTAURANT GROUP INC.

OFFICERS:

President	George Wiedemann 2 North Riverside Plaza, Ste 950 Chicago, IL 60606
Vice President	Stephen Lerch 11900 Biscayne Boulevard 4 th Floor North Miami, FL 33181
Vice President	Elliott Merberg 290 Park Avenue South 10 th Floor New York, NY 10010
Vice President	Faye Fisher 290 Park Avenue South 10 th Floor New York, NY 10010
Secretary	Barbara Higgins 290 Park Avenue South 10 th Floor New York, NY 10010
Assistant Secretary	Carol Milhauser 11900 Biscayne Boulevard 4 th Floor North Miami, FL 33181
Treasurer	Barbara Higgins 290 Park Avenue South 10 th Floor New York, NY 10010
Assistant Treasurer	Gregory Borges 11900 Biscayne Boulevard 4 th Floor North Miami, FL 33181

DIRECTORS:

Chairman Of The Board	George Wiedemann 2 North Riverside Plaza, Ste 950 Chicago, IL 60606
Director	Stephen Lerch 11900 Biscayne Boulevard 4 th Floor North Miami, FL 33181

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IDINE RESTAURANT GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2003.

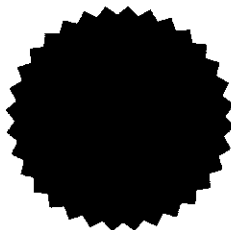
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "IDINE RESTAURANT GROUP INC." WAS INCORPORATED ON THE FOURTH DAY OF JANUARY, A.D. 1993.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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030621345



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2656691

DATE: 09-26-03