



**Department of State.**

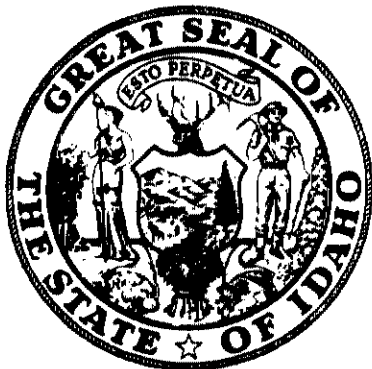
**CERTIFICATE OF AUTHORITY  
OF**

**FAMOUS RESTAURANTS INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of FAMOUS RESTAURANTS 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 FAMOUS RESTAURANTS INC. to transact business in this State under the name FAMOUS RESTAURANTS INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 20, 1990**



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. Zalala*

Corporation Clerk

# 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:

1. The name of the corporation is Famous Restaurants Inc.

90 SEP 20 AM 8 51

2. The name which it shall use in Idaho is \_\_\_\_\_

(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 Delaware

4. The date of its incorporation is June 16, 1981 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 1209 Orange St., Wilmington, Delaware 19801

6. The address to which correspondence should be addressed; if different from that in item 5. 4725 North Scottsdale Rd., #350, Scottsdale, AZ 85251

7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, 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:  
To engage in any and all activities related to the development, construction and operation of restaurants; and to transact all lawful business for which corporations may be incorporated in the State of Idaho.

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

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

(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: Sept. 12, 1990

Famous Restaurants Inc.  
(Corporation Name)

By D.B. Mullen  
Its President/Vice President (please specify)

Dennis B. Mullen

and Doyle R. Judd  
Its Secretary/Assistant Secretary (please specify)

Doyle R. Judd

STATE OF Arizona )  
COUNTY OF Maricopa ) ss:

I, IRIS A. FINKELSTEIN, a notary public, do hereby certify that on this 12th day of September, 19 90, personally appeared before me Dennis B. Mullen, who being by me first duly sworn, declared that (s)he is the President of Famous Restaurants Inc.

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

SEAL

Iris A. Finkelstein  
Notary Public  
Name: IRIS A. FINKELSTEIN My Commission Expires April 25, 1993

My Commission Expires: My Commission Expires April 25, 1993

FAMOUS RESTAURANTS INC.

Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
Dennis B. Mullen	President and Chief Executive Officer	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Dan C. Anderson	Executive Vice President and Chief Operating Officer	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Michael J. Gragg	Vice President and Controller	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Doyle R. Judd	Executive Vice President, Chief Financial Officer, Secretary and Treasurer	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Lowell E. Petrie	Vice President of Marketing	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Geoffrey R. Zinke	Vice President of Real Estate and Development	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Ronald S. Adelman	Vice President - Eastern Operations	1535 Miamisburg - Centerville Road Dayton, Ohio 45459
Boyd Johanson	Vice President - Rocky Mountain Operations	935 East Fort Union Boulevard Midvale, Utah 84047

Directors

<u>Name</u>	<u>Address</u>
Dennis B. Mullen	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Doyle R. Judd	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251
Roger C. Cohen	1700 Lincoln Street Suite 1800 Denver, Colorado 80203

<u>Name</u>	<u>Address</u>
Thomas G. Fleck	6155 East Indian School Road Suite A-201 Scottsdale, Arizona 85251
John J. McGraw	c/o Longview Associates P.O. Box 570 Niwot, Colorado 80544-0570
Dan C. Anderson	4725 North Scottsdale Road Suite 350 Scottsdale, Arizona 85251

# State of Delaware



REC. DIV.  
SECRETARY OF STATE

90 SEP 20 AM 8 51

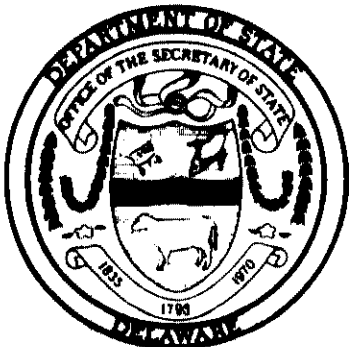
## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY FAMOUS RESTAURANTS 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 DATE SHOWN BELOW.

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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*Michael Harkins*  
Michael Harkins, Secretary of State

12792668

AUTHENTICATION:

DATE:

09/17/1990