

Document Number Only

F98000006272

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

BUCA, Inc.

9/11/98
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DIVISION OF CORPORATIONS

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. BUCA, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Minnesota (State or country under the law of which it is incorporated)
3. 41-1763836 (FEI number, if applicable)
4. 12/02/94 (Date of Incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 2908 Hennepin Ave. S., Minneapolis, MN 55408 (Current mailing address)

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8. operate restaurants (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 S. Pine Island Rd.

Plantation, Florida, 33324 (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

By: Michele F. Justesen / Asst. Secy. (Registered agent's signature) Michele Justesen / Asst. Secy

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

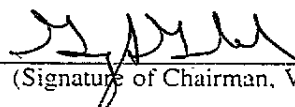
Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Greg A. Gadel, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

BUCA, Inc.

List of Officers and Directors

<u>Name</u>	<u>Address</u>	<u>Telephone</u>	<u>Title</u>
Joseph P. Micatrotto	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director President/CEO
Don W. Hays	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director
Greg A. Gadel	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Chief Financial Officer and Secretary
Peter J. Mihajlov	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director
Philip A. Roberts	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director
Henry T. Wilson	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director
John P. Whaley	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director
David Yarnell	1422 West Lake St. Minneapolis, MN 55402	(612) 288-2382	Director

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: BUCA, Inc.

Date Formed: 12/02/1994

Chapter Governed By: 302A

This certificate has been issued on 11/12/98.

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Joan Anderson Grove
Secretary of State.