

F02000002745

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Chipotle Mexican Grill, Inc. *u/b*

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Megan Van Putten, Esq.

(Name of F

Messner & Reeves, LLC

(Firm/Company)

1430 Wynkoop Street, Suite 400

(Address)

Denver, CO 80202

(City/State and Zip code)

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-05/06/02--01117--007
*****87.50 *****87.50

For further information concerning this matter, please call:

Megan Van Putten

(Name of Person)

at (303) 623-1800

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED
02 JUN -3 AM 9:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 8, 2002

MEGAN VAN PUTTEN, ESQ.
MESSNER & REEVES, LLC
1430 WYNKOOP STREET, SUITE 400
DENVER, CO 80202

SUBJECT: CHIPOTLE MEXICAN GRILL, INC.
Ref. Number: W02000013309

We have received your document for CHIPOTLE MEXICAN GRILL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 902A00029024

**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. Chipotle Mexican Grill, 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. Delaware

(State or country under the law of which it is incorporated)

3. 84-1219301

(FEI number, if applicable)

4. January 30, 1998

(Date of incorporation)

5. _____

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1543 Wazee Street, Suite 200, Denver, CO 80202

(Principal office address)

Same

(Current mailing address)

8. A quick-serve Mexican restaurant

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT Corporation Sys

Office Address: 1200 S. Pine Island Road

Plantation

(City)

, Florida

33324

(Zip code)

FILED
02 JUN -3 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Hiedi M. Lisch - Spc Asst. Sec.

(Registered agent's signature)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Russ Smyth

Address: 2915 Jorie Boulevard, Dept. 835
Oak Brook, IL 60523

Vice Chairman: N/A

Address:

Director: Bryan Adel

Address: 2675 H.N. Greenview
Chicago, IL 60614

Director: Albert Steven Baldocchi

Address: 1601 High Street
Boulder, CO 80304

* PLEASE SEE ATTACHED CHART FOR ADDITIONAL DIRECTORS

B. OFFICERS

President: Matthew Steven Ells, Chief Executive Officer

Address: 358 Race Street
Denver, CO 80209

Vice President: N/A

Address:

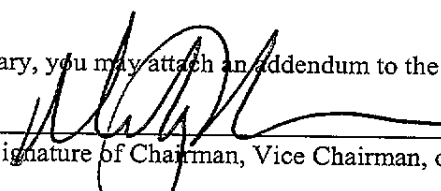
Secretary: Marc Steven Simon

Address: 2235 Enterprise Drive, Suite 3507, Westchester, IL 60154

Treasurer: Gerald Bernard Schafer

Address: 1543 Wazee Street, Suite 200, Denver, CO 80202

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. Montgomery F. Moran, as Attorney-in-Fact for M. Steven Ells, Chief Executive Officer
(Typed or printed name and capacity of person signing application)

Chipotle Mexican Grill, Inc.
a Delaware corporation

Board of Directors

Name	Date of Birth	Place of Birth	Address
Bryan Adel	02/27/63	Kenosha, WI	2675 H.N. Greenview Chicago, IL 60614
Albert Steven Baldocchi	04/06/54	San Francisco, CA	1601 High Street Boulder, CO 80304
John Stuart Charlesworth	05/30/46	Richmond, VA	4716 Madavilla Way Apex, NC 27502
Matthew Steven Ells	09/12/65	Indianapolis, IN	358 S. Race Street Denver, CO 80209
Robert Hare Ells	11/09/36	Baton Rouge, LA	1499 Blake Street Loft 10B Denver, CO 80202
Patrick James Flynn	05/01/42	Duluth, MN	53 Briarwood Lane Oak Brook, IL 60523
Darlene Joyce Friedman	03/01/43	Denver, CO	429 Beach Creek Circle Napa, CA 94558
Jack Hartung	09/02/57	Chicago, IL	1821 Auburn Avenue Naperville, IL 60565
Mats Allan Lederhausen	11/23/63	Stockholm, Sweden	335 E. Hickory Hinsdale, IL 60521
Raymond Chester Mines, Jr.	12/18/43	Plainfield, NJ	1612 Winberie Court Naperville, IL 60564
Russ Smyth			2915 Jorie Blvd. Dept. 835 Oak Brook, IL 60523

As of 01-29-02

- Officers of the Chipotle Mexican Grill, Inc. as of 11/13/00:

NAME OF INDIVIDUAL	TITLE OF OFFICER
Matthew Steven Ells	Chief Executive Officer
Kevin Michael Reddy	Restaurant Support Officer (equivalent to Chief Operating Officer)
Gerald Bernard Schafer	Chief Financial Officer/Treasurer
Marc Steven Simon	Secretary

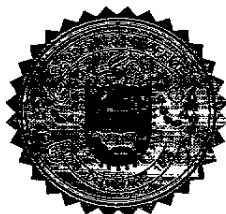
Delaware

PAGE 1.

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHIPOTLE MEXICAN GRILL, 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 EIGHTEENTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHIPOTLE MEXICAN GRILL, INC." WAS INCORPORATED ON THE THIRTIETH DAY OF JANUARY, A.D. 1998.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1727848

DATE: 04-18-02