

Document Number

F00000003995

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

000003325720--5

-07/18/00--01001--022

*****70.00 *****70.00

CORPORATION(S) NAME

Red Robin International, Inc.

00 JUL 17 PM 6:02
DIVISION OF CORPORATIONS
SECRETARY OF STATE

Profit

NonProfit

Limited Liability Company

Amendment

Merger

Foreign

Dissolution/Withdrawal

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of R.A.

Limited Liability Partnership

Fictitious Name

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CONNIE BRYAN

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DIVISION OF CORPORATIONS

**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:

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STATE OF FLORIDA
CORPORATIONS
JUL 17 1990
6:02

1. Red Robin International, 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. Nevada
(State or country under the law of which it is incorporated)

3. 91-0847486(2)
(FEI number, if applicable)

4. March 30, 1990
(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. 5575 DTC Parkway, Suite 110, Englewood, Colorado 80111
(Current mailing address)

8. Any lawful business
(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:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Marcia J. Sunahara
(Registered agent's signature) (Officer)

Marcia J. Sunahara, Asst. V.P.

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:

A. DIRECTORS

Chairman: See attached list of Directors

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

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DEPARTMENT OF CORPORATIONS
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Treasurer: _____

Address: _____

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. JAMES P. McCLOSKEY VICE PRESIDENT/CFO _____
(Typed or printed name and capacity of person signing application)

STATE OF NEW YORK
DIVISION OF CORPORATIONS
00 JUL 17 PM 6:02



Red Robin International

5575 DTC Parkway

Suite 110

Englewood, CO 80111

T. 303.846.6000

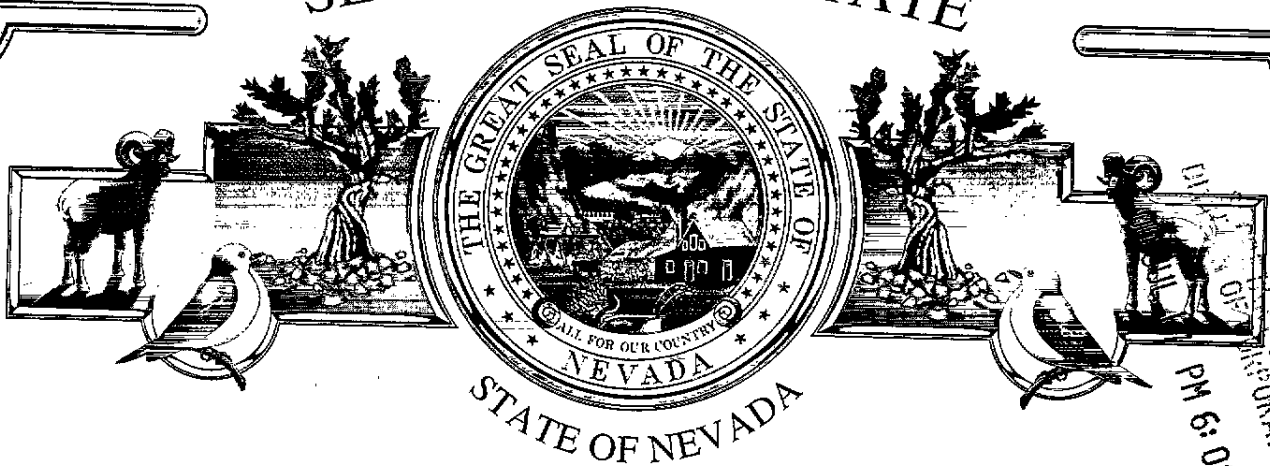
www.redrobin.com

**LIST OF OFFICER'S, DIRECTORS AND PRINCIPAL
SHAREHOLDERS**

Director/President/CEO	Michael J. Snyder
Secretary/Vice Pres./CFO	James P. McCloskey
Assist. Secretary/Vice Pres./ General Counsel	John W. Grant
Director	Joiche Ide
Director	Gary J. Singer
Director	Edward T. Harvey
Director	Terrence D. Daniels
///////	
Principle Shareholders:	RR Investors, LLC
	Skylark Co., LTD
	Michael J. Snyder

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUL 17 PM 6:02

SECRETARY OF STATE



DEPARTMENT OF STATE RECORDS
JUL 10 2000
PM 9:02

CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **RED ROBIN INTERNATIONAL, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 30, 1990, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on July 10, 2000.



Dean Heller

Secretary of State

By

Joann Larson

Certification Clerk