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236 East 6th Avenue . Tallahassee, Florida 32303

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1.) Wolfgang Puck worldwide, Inc
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) ~~802A00007618~~
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

5.) _____
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SPECIAL INSTRUCTIONS

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 5, 2002

CORPORATE ACCESS

TALLAHASSEE, FL

SUBJECT: WOLFGANG PUCK WORLDWIDE, INC.
Ref. Number: W02000003415

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We have received your document for WOLFGANG PUCK WORLDWIDE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

As requested, we are returning this UNFILED, because you may wish to file a FOREIGN CORPORATION QUALIFICATION on this entity.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 702A00007104

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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. Wolfgang Puck Worldwide, 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 - 3. 95-4809367
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 26, 2000 5. Perpetual
(Date of incorporation) (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. 100 North Crescent Drive, Suite 100, Beverly Hills, CA 90210
(Principal office address)
100 North Crescent Drive, Suite 100, Beverly Hills, CA 90210
(Current mailing address)
8. Media and merchandising
(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: Paracorp. Incorporated

Office Address: 236 East 6th Avenue

Tallahassee, Florida 32303
(City) (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.

Denise Zollner
(Registered agent's signature)

Assistant Secretary for Paracorp

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Wolfgang Puck
Address: 100 North Crescent Drive, Suite 100
Beverly Hills, CA 90210

Director:
Vice Chairman: Stuart J. Rabin
Address: 100 North Crescent Drive, Suite 100
Beverly Hills, CA 90210

Director: Rob Kautz
Address: 100 North Crescent Drive, Suite 100
Beverly Hills, CA 90210

Director: David Sculley
Address: 100 North Crescent Drive, Suite 100
Beverly Hills, CA 90210

B. OFFICERS

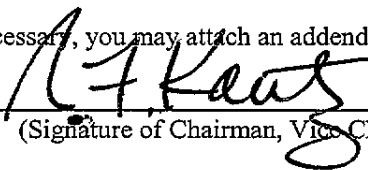
President: Rob Kautz
Address: 100 North Crescent Drive, Suite 100
Beverly Hills, CA 90210

Vice President: _____
Address: _____

Secretary: Rob Kautz
Address: 100 North Crescent Drive, Suite 100, Beverly Hills, CA 90210

Treasurer: Rob Kautz
Address: 100 North Crescent Drive, Suite 100, Beverly Hills, CA 90210

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. Rob Kautz, CEO
(Typed or printed name and capacity of person signing application)

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WOLFGANG PUCK WORLDWIDE, 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 THIRTIETH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WOLFGANG PUCK WORLDWIDE, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF MAY, A.D. 2000.

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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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1585325

DATE: 01-30-02

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