

MAY-30-2003 11:34

CT CORPORATION SYSTEM

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY 30 PM 12:27

APPROVED
AND
FILED

DIVISION OF CORPORATION

03 MAY 30 AM 11:57

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FOREIGN PROFIT QUALIFICATION

RARE Gifts, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

DB
5-30-03

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. RARE Gifts, 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. Colorado 3. 86-1060005
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/25/2003 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. 8215 Roswell Road, Building 600, Atlanta, GA 30350
(Principal office address)
same
(Current mailing address)
8. management of restaurant gift card program
(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: c/o C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.

C T Corporation System

By: _____

(Registered agent's signature)

JENNIFER F AULTMAN
ASSISTANT SECRETARY

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY 30 PM 12:27

APPROVED
AND
FILED

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Joia M. Johnson, Secretary
(Typed or printed name and capacity of person signing application)APPROVED
AND
FILED03 MAY 30 PM 12:28
SECRETARY OF STATE
JAIL MASS. CT. 03/07

**ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA
FOR
RARE GIFTS, INC.**

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

A. DIRECTORS

Director	Philip J. Hickey, Jr. c/o RARE Hospitality International, Inc., 8215 Roswell Road, Building 600, Atlanta, GA 30350
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B. OFFICERS

President	Eugene I. Lee, Jr., c/o RARE Hospitality International, Inc., 8215 Roswell Road, Building 600, Atlanta, GA 30350
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Secretary	Joia M. Johnson, c/o RARE Hospitality International, Inc., 8215 Roswell Road, Building 600, Atlanta, GA 30350
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Treasurer	W. Douglas Benn, c/o RARE Hospitality International, Inc., 8215 Roswell Road, Building 600, Atlanta, GA 30350
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TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

RARE GIFTS, INC.
(Colorado CORPORATION)
File # 20031133217

was filed in this office on April 25, 2003 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: April 25, 2003

For Validation:

Certificate ID: 857786

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed:

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE