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Florida Department of State  
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**FOREIGN PROFIT QUALIFICATION**

**RED ROBIN REALTY CORP**

Certificate of Status	1
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J. STAN FEB - 3 2005

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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. Red Robin Realty Corp

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

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

3. 11-2882764

(FEI number, if applicable)

4. May 23, 1977

(Date of incorporation)

5. perpetual

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

## 6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2233 Nesconset Highway, Suite 208, Lake Grove, NY 11755

(Principal office address)

(Current mailing address)

8. Ownership and Development of Real Estate

(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 NOT acceptable)

Name: J. Thomas Conroy, III

Office Address: 2640 Golden Gate Parkway, Suite 115

Naples

(City)

, Florida 34105

(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.*

(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:

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**A. DIRECTORS**Chairman: Vincent J. Pellicane, Jr.Address: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755Vice Chairman: Frank M. PellicaneAddress: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755Director: Vincent J. Pellicane, Jr.Address: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755Director: Frank M. PellicaneAddress: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755**B. OFFICERS**President: Vincent J. Pellicane, Jr.Address: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755Vice President: Frank M. PellicaneAddress: 2233 Nesconset Highway, Suite 206  
Lake Grove, NY 11755Secretary: Frank M. PellicaneAddress: 2233 Nesconset Highway, Suite 206, Lake Grove, NY 11755Treasurer: Frank M. PellicaneAddress: 2233 Nesconset Highway, Suite 206, Lake Grove, NY 11755

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

13.   
(Signature of Director or Officer listed in number 12 of the application)14. Vincent J. Pellicane, Jr.  
(Typed or printed name and capacity of person signing application)

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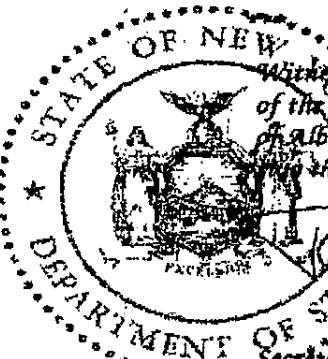
**State of New York** | ss:  
**Department of State**

I hereby certify, that the Certificate of Incorporation of RED ROBIN REALTY CORP. was filed on 05/23/1977, under the name of LUVIN REALTY, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment LUVIN REALTY, INC., changing its name to RED ROBIN REALTY CORP., was filed 04/11/2002.

The Biennial Statement is past due.

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 25th day of January  
two thousand and five.



*[Signature]*  
Secretary of State

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