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**CCUNTRY
KITCHEN**

KITCHEN INVESTMENT
GROUP, INC.

March 20, 1998

FLORIDA DEPARTMENT OF STATE
DEPARTMENT OF CORPORATIONS
409 E GAINES STREET
TALLAHASSEE FL 32399-0250

000002472760--4
-03/31/98-01013-006
*****70.00 *****70.00

Re: Application of Authority for
Kitchen Investment Group, Inc.

Dear Sir or Madam:

Please find enclosed for filing:

1. The certificate of status issued by the State of Wisconsin for Kitchen Investment Group, Inc.
2. One originally executed application of authority and one copy.
3. Check in the amount of \$70.00 for your filing fee.

If you have any questions, please do not hesitate to contact me at 1-888-359-3235.

Sincerely,

Barbara N. Tesch

Barbara N. Tesch
Legal Counsel
Country Kitchen International

cc: Charles M. Myers

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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. Kitchen Investment Group, 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. Wisconsin 3. 39-1774767
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 10, 1993 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 6410 Enterprise Lane
Madison, WI 53719-1108
(Current mailing address)

8. Selling franchises and related support services.
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Patricia Casentius 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 addresses of officers and/or directors: (Street address **ONLY**- P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Charles M. Myers (Sole Director)

Address: 6410 Enterprise Lane

Madison, WI 53719-1108

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: & Treasurer Charles M. Myers

Address: 6410 Enterprise Lane

Madison, WI 53719-1108

Vice President: of Operations: Dennis LaVenture

Address: 6410 Enterprise Lane

Madison, WI 53719-1108

Secretary: & Vice President of Finance and Administration: Cliff Konkol

Address: 6410 Enterprise Lane

Madison, WI 53719-1108

Treasurer: See Above

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. Charles M. Myers, President

(Typed or printed name and capacity of person signing application)

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United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Present Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

KITCHEN INVESTMENT GROUP, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is

NOVEMBER 10, 1993.

I further certify that said corporation has, during its recently completed report year, filed with this department annual report required by sec. 180.1622, 180.1921, or 181.651 the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on MARCH 12, 1998.



Richard L. Dean
Richard L. Dean, Secretary

Department of Financial Institutions

BY:

Dawn Cashgar

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Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.